

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): June 13, 2022**

**NEXIMMUNE, INC.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-40045**  
(Commission  
File Number)

**42-2518457**  
(IRS Employer  
Identification No.)

**9119 Gaither Road**  
**Gaithersburg, Maryland**  
(Address of Principal Executive Offices)

**20877**  
(Zip Code)

**(301) 825-9810**  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class                               | Trading<br>Symbol(s) | Name of each exchange<br>on which registered |
|---|----------------------|--|
| <b>Common Stock, par value \$0.0001 per share</b> | <b>NEXI</b>          | <b>The Nasdaq Global Market</b>              |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

The 2022 Annual Meeting of Stockholders (the “Annual Meeting”) of NexImmune, Inc. (the “Company”) was held virtually on June 13, 2022 at 10:00 a.m. Eastern Standard Time. Of the Company’s 22,841,794 shares of common stock issued and outstanding and eligible to vote as of the record date of April 18, 2022, a quorum of 17,644,797 shares, or approximately 77.24% of the eligible shares, was present in person or represented by proxy. Each of the matters set forth below is described in detail in the Company’s definitive proxy statement filed with the Securities and Exchange Commission on May 3, 2022. The following actions were taken at the Annual Meeting:

**Proposal 1**

Election of the following nominees as directors of the Company, each to serve until the 2025 Annual Meeting and until his or her successor is duly elected and qualified.

|                              | <u>Votes For</u> | <u>Votes Withheld</u> | <u>Broker Non-Vote</u> |
|------------------------------|------------------|-----------------------|------------------------|
| Paul D’Angio, R.P.H., M.S.J. | 7,419,782        | 3,759,124             | 6,465,891              |
| Zhengbin (Bing) Yao, Ph.D.   | 7,399,371        | 3,779,535             | 6,465,891              |

**Proposal 2**

Ratification of the selection of Ernst & Young LLP as the Company’s Independent Registered Public Accounting Firm for the year ending December 31, 2022.

| <u>Votes For</u> | <u>Votes Against</u> | <u>Votes Abstained</u> | <u>Broker Non-Vote</u> |
|------------------|----------------------|------------------------|------------------------|
| 17,636,804       | 7,600                | 393                    | —                      |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NEXIMMUNE, INC.

Date: June 14, 2022

By: /s/ John Trainer

John Trainer  
Chief Financial Officer