# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant ⊠		Filed by a Party other than the Registrant $\square$					
Check	the appropriate box:						
	Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))						
	Definitive Proxy Statement						
$\boxtimes$	Definitive Additional Materials						
	Soliciting Material under §240.14a-12						
	]	Iterum Therapeutics plc					
		(Name of Registrant as Specified In Its Charter)					
Payme	nt of Filing Fee (Check all boxes that apply):	fame of Person(s) Filing Proxy Statement, if other than the Registrant)					
⊠	No fee required.						
	1						
	Fee paid previously with preliminary materials.						
	Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11						

#### Important Notice Regarding Availability of Proxy Materials for the Shareholder Meeting to be Held on May 3, 2023

# Your Vote Counts!

#### ITERUM THERAPEUTICS PLC

2023 Annual General Meeting May 3, 2023 3:00 PM, Irish time

ITERUM THERAPEUTICS PLC FIZWILIAM COURT, 15T FLOO LEESON CLOSE



D96541-P87432

### You invested in ITERUM THERAPEUTICS PLC and it's time to vote!

You have the right to vote on proposals being presented at the Annual General Meeting.

#### Get informed before you vote

View the Notice and Proxy Statement and Annual Report online at www.ProxyVote.com OR you can receive a free paper or email copy of the material(s) by requesting prior to April 19, 2023. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



#### For complete information and to vote, visit www.ProxyVote.com

Control #

#### **Smartphone users**

Point your camera here and vote without entering a control number



#### Vote in Advance of the Meeting

Vote by May 3, 2023 4:59 a.m. Irish time (11:59 p.m. ET, May 2) Visit www.ProxyVote.com

#### Vote in Person at the Meeting\*

May 3, 2023 3:00 PM Irish time (10:00 AM ET)

3 Dublin Landings North Wall Quay Dublin 1, Ireland

\*Please check the meeting materials for any special requirements for meeting attendance and for information on how to obtain directions to be able to attend the meeting. At the meeting, you will need to request a ballot to vote these shares.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. Please follow the instructions on the reverse side to vote these important matters.

Vot	ting Items	Board Recommends			
	To elect the nominees for Class II directors named herein, each to serve for a three-year term expiring at the 2026 annual general meeting of shareholders (Proposal No. 1):				
1a.	Beth P. Hecht	For			
1b.	Michael W. Dunne	For			
2.	To ratify, in a non-binding vote, the appointment of KPMG as our independent registered public accounting firm for our fiscal year ending December 31, 2023, and to authorize the Board of Directors, acting through the audit committee, to set the independent registered public accounting firm's remuneration (Proposal No. 2).	<b>⊘</b> For			
3.	<ol> <li>To approve an increase in the authorized share capital of the Company from \$1,200,000 to \$1,800,000 by the creation of an additional 60,000,000 ordinary shares (Proposal No. 3).</li> </ol>				
4.	To grant, subject to and conditional upon the approval of Proposal No. 3, the Board of Directors an updated authority under Irish law to allot and issue shares, warrants, convertible instruments and options (Proposal No. 4).	For			
5.	To grant, subject to and conditional upon the approval of Proposal No. 4, the Board of Directors an updated authority under Irish law to issue shares (including rights to acquire shares) for cash without first offering those shares to existing shareholders under pre-emptive rights that would otherwise apply to the issuance (Proposal No. 5).	For			

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Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".