

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): May 13, 2020

<b>Iterum Therapeutics plc</b>		
(Exact name of registrant as specified in its charter)		
<b>Ireland</b>	<b>001-38503</b>	<b>98-1283148</b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
<b>Block 2 Floor 3, Harcourt Centre,</b>		
<b>Harcourt Street,</b>		
<b>Dublin 2, Ireland</b>		
(Address of principal executive offices)		(Zip Code)
Registrant's telephone number, including area code: <b>+353 1 903 8920</b>		

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 (see General Instruction A.2. below):

- ☐ 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))
- 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).

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

<u>Title of Each Class</u>	<u>Trading Symbol</u>	<u>Name of Each Exchange on Which Registered</u>
Ordinary Shares, par value \$0.01 per share	ITRM	The Nasdaq Stock Market LLC

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 8.01. Other Events.**

On May 13, 2020, Iterum Therapeutics plc, or the Company, received written notice from the Listing Qualifications Department of The Nasdaq Stock Market, LLC, or Nasdaq, indicating that the Company has regained compliance with Nasdaq Listing Rule 5450(b)(2)(A) (the “MVLS Rule”). According to the notice, Nasdaq’s Staff determined that for 10 consecutive business days from April 29, 2020 to May 12, 2020, the Company’s market value of listed securities has been \$50.0 million or greater. Nasdaq indicates that the matter has now been closed.

As previously reported in a Current Report on Form 8-K filed on March 6, 2020, the Company had received written notice from Nasdaq’s Listing Qualifications Department on March 4, 2020 indicating that the Company was not in compliance with the MVLS Rule because the market value of the Company’s listed securities was less than \$50.0 million for the previous 30 consecutive business days. The Company had a period of 180 calendar days, or until August 31, 2020, to regain compliance with the MVLS Rule.

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**SIGNATURE**

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

**Iterum Therapeutics plc**

Dated: May 15, 2020

By: /s/ Corey N. Fishman  
Corey N. Fishman  
Chief Executive Officer