

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 2, 2026

**Oruka Therapeutics, Inc.**  
(Exact name of Registrant as Specified in its Charter)

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

**000-22873**  
(Commission File Number)

**36-3855489**  
(IRS Employer  
Identification No.)

**855 Oak Grove Avenue**  
**Suite 100**  
**Menlo Park, California**  
(Address of principal executive offices)

**94025**  
(Zip Code)

Registrant's telephone number, including area code: (650) 606-7910

**N/A**  
(Former Name or Former Address, if Changed Since Last Report)

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:**

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Common Stock, \$0.001 par value	ORKA	The Nasdaq Global Market

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.**

On June 2, 2026, Oruka Therapeutics, Inc. (the “*Company*”) held its Annual Meeting of Stockholders (the “*Annual Meeting*”). Set forth below is a brief description of each matter considered and voted upon at the Annual Meeting, together with the final tally of the number of votes cast for or against, as well as the number of abstentions and broker non-votes as to each such matter. A more complete description of each matter is set forth in the Company’s definitive proxy statement for the Annual Meeting filed with the Securities and Exchange Commission on April 17, 2026 (the “*Proxy Statement*”).

***Proposal 1: Election of Directors.***

The Company’s stockholders elected each of the two Class II directors proposed by the Company for election, to serve until the 2029 annual meeting of stockholders, and until their successors are elected and have qualified. The tabulation of votes on this matter was as follows:

<b>Director Nominee</b>	<b>Shares Voted For</b>	<b>Shares Withheld</b>
Lawrence Klein	43,918,579	63,593
Chris Martin	43,936,173	45,999

There were 1,267,194 broker non-votes for this proposal.

***Proposal 2: Ratification of Independent Auditor Appointment.***

The Company’s stockholders ratified the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm of the Company for its fiscal year ending December 31, 2026.

<b>Shares voted for:</b>	45,206,297
<b>Shares voted against:</b>	39,637
<b>Shares abstaining</b>	3,432

There were no broker non-votes for this proposal.

***Proposal 3: Approval of the Compensation of our Named Executive Officers on a Non-Binding, Advisory Basis.***

The Company’s stockholders approved, by non-binding advisory vote, the compensation of our named executive officers as disclosed in the Proxy Statement. The tabulation of votes on this matter was as follows:

<b>Shares voted for:</b>	43,033,967
<b>Shares voted against:</b>	875,114
<b>Shares abstaining</b>	73,091

There were 1,267,194 broker non-votes for this proposal.

**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.

**Oruka Therapeutics, Inc.**  
(Registrant)

Date: June 4, 2026

By: /s/ Paul Quinlan  
Name: Paul Quinlan  
Title: General Counsel