Item 1.01 Entry into a Material Definitive Agreement

On March 14, 2020, Arrowhead Pharmaceuticals, Inc. (“the Company”) entered into a sublease agreement (the “Sublease”) with Halozyme, Inc. for additional research and development facility space in San Diego, California. The Sublease provides additional space needed to accommodate the recent growth of the Company’s personnel and discovery efforts. The space consists of approximately 21,000 rentable square feet located at 11404 Sorento Valley Road, San Diego, California, 92121. The term of the Sublease is expected to commence on April 1, 2020 and will expire on January 14, 2023. Lease payments are estimated to total approximately $2.1 million over the term.

The foregoing description of the lease agreement does not purport to be complete and is subject to, and qualified in its entirety by, the lease agreement, which will be filed in a subsequent periodic report.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

The information set forth in Item 1.01 above is incorporated by reference into this Item 2.03.

Item 5.07 Submission of Matters to a Vote of Security Holders

The following proposals were submitted to the stockholders of Arrowhead Pharmaceuticals, Inc. (the “Company”) at the 2020 Annual Meeting of Stockholders held on March 19, 2020.

- Election of six directors to serve as members of the Company’s Board of Directors until the next Annual Meeting or until their successors are elected;
- Approval, on a non-binding, advisory basis, of the compensation of the Company’s named executive officers for fiscal 2019;
- Approval of an amendment to the Company’s Amended and Restated By-Laws to implement a majority vote standard in uncontested elections of directors; and
As of January 22, 2020, the record date for the Annual Meeting, the Company had 101,562,158 shares of its common stock outstanding and entitled to vote. At the Annual Meeting, 86,514,144 shares were present in person or represented by proxy and entitled to vote. The number of votes cast for and against and the number of abstentions and broker non-votes with respect to each matter voted upon are set forth below:

**Board of Director Election Results**

<table>
<thead>
<tr>
<th>NAME</th>
<th>FOR</th>
<th>WITHHELD</th>
<th>NON VOTES</th>
</tr>
</thead>
<tbody>
<tr>
<td>Christopher Anzalone</td>
<td>53,618,635</td>
<td>391,320</td>
<td>32,504,189</td>
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<td>Marianne De Backer</td>
<td>53,373,958</td>
<td>635,997</td>
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<td>Mauro Ferrari</td>
<td>52,876,785</td>
<td>1,133,170</td>
<td>32,504,189</td>
</tr>
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<td>Douglass Given</td>
<td>50,029,193</td>
<td>3,980,762</td>
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<td>Michael S. Perry</td>
<td>34,271,944</td>
<td>19,738,011</td>
<td>32,504,189</td>
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<tr>
<td>William Waddill</td>
<td>52,897,196</td>
<td>1,112,759</td>
<td>32,504,189</td>
</tr>
</tbody>
</table>

**Approval, on a non-binding, advisory basis, of the compensation of the Company’s named executive officers for the 2019 fiscal year**

52,833,800 FOR  975,617 AGAINST  200,538 ABSTAIN  32,504,189 NON VOTES
The proposal was approved.

Approval of an amendment to the Company's Amended and Restated By-Laws to implement a majority vote standard in uncontested elections of directors
53,697,558 FOR 190,335 AGAINST 122,062 ABSTAIN 32,504,189 NON VOTES

The proposal was approved.

Ratification of Rose, Snyder & Jacobs as Arrowhead's independent public accounting firm
85,078,035 FOR 441,881 AGAINST 994,228 ABSTAIN

The appointment was ratified.
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 thereunto duly authorized.

Date: March 19, 2020

ARROWHEAD PHARMACEUTICALS, INC.

By: /s/ Kenneth Myszkowski
    Kenneth Myszkowski
    Chief Financial Officer