
**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): October 11, 2024

AEROVATE THERAPEUTICS, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-40544
(Commission
File Number)

83-1377888
(I.R.S. Employer
Identification No.)

Aerovate Therapeutics, Inc.
930 Winter Street, Suite M-500, Waltham, Massachusetts 02451
(Address of principal executive offices, including zip code)

(617) 443-2400
(Registrant's telephone number, including area code)

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:

Title of each class	Trade Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.0001 par value per share	AVTE	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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On October 11, 2024, Aerovate Therapeutics, Inc. (the “Company”) notified the Nasdaq Global Market (“Nasdaq”) that the Company was not currently in compliance with the audit committee composition requirement of Nasdaq Listing Rule 5605(c)(2), due to the Company only having two current members on its audit committee of its board of directors (the “Board”) as a result of the resignation of Maha Katabi, Ph.D. on October 6, 2024, which resignation was previously reported. To resolve this noncompliance, on October 17, 2024, the Board approved the appointment of director Habib J. Dable as a member of the Board’s audit committee, effective as of October 17, 2024. As a result of this appointment, the Company regained compliance with Nasdaq Listing Rule 5605(c)(2).

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

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SIGNATURE

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.

Aerovate Therapeutics, Inc.

Date: October 17, 2024

By: /s/ George A. Eldridge
George A. Eldridge
Chief Financial Officer
