

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): December 30, 2024

Predictive Oncology Inc.
(Exact name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction of Incorporation)

001-36790
(Commission File Number)

33-1007393
(IRS Employer Identification No.)

91 43rd Street, Suite 110
Pittsburgh, Pennsylvania
(Address of Principal Executive Offices)

15201
(Zip Code)

(412) 432-1500
(Registrant's telephone number, including area code)

Not Applicable
(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 (*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))

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

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common stock, \$0.01 par value	POAI	NASDAQ Capital 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.

Predictive Oncology Inc. (the “Company”) held its Annual Meeting of Stockholders on December 30, 2024 (the “Annual Meeting”). There were 6,667,221 shares of common stock outstanding and entitled to vote as of November 27, 2024, the record date for the Annual Meeting. The results of the matters submitted to a vote of the stockholders at the Annual Meeting are set forth below.

1. Election of two Class III director nominees.

The Company’s stockholders elected Raymond F. Vennare and Veena Rao, Ph.D. as Class III directors, each to serve for a three-year term that expires at the annual meeting of stockholders held in 2027 or until such director’s successor has been duly elected or appointed and qualified, or until their earlier resignation or removal, by the following votes:

<u>Nominee</u>	<u>For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
Raymond F. Vennare	1,011,474	343,249	1,794,780
Veena Rao, Ph.D.	1,004,249	350,474	1,794,780

2. Ratification of the appointment of KPMG LLP to serve as the Company’s independent registered public accounting firm.

The Company’s stockholders ratified the appointment of KPMG LLP as the Company’s independent auditor for 2024. The voting results were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
2,725,975	358,342	65,186

3. Proposal to approve the 2024 Equity Incentive Plan.

The Company’s stockholders approved the 2024 Equity Incentive Plan. The voting results were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
682,602	568,479	104,352	1,794,070

4. Proposal to approve a non-binding advisory resolution on the compensation of the Company’s named executive officers.

The Company’s stockholders did not approve, on an advisory basis, the compensation of the Company’s named executive officers. The voting results were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
613,375	683,986	58,071	1,794,071

SIGNATURES

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.

PREDICTIVE ONCOLOGY INC.

Date: January 6, 2025

By: /s/ Josh Blacher

Name: Josh Blacher

Title: Interim Chief Financial Officer