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): September 11, 2023

PROKIDNEY CORP.

(Exact name of Registrant as Specified in Its Charter)

Cayman Islands (State or Other Jurisdiction of Incorporation) 001-40560 (Commission File Number) 98-1586514 (IRS Employer Identification No.)

2000 Frontis Plaza Blvd. Suite 250 Winston-Salem, North Carolina (Address of Principal Executive Offices)

27103 (Zip Code)

Registrant's Telephone Number, Including Area Code: 336 999-7029

(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)

D 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:

	Trading	
Title of each class	Symbol(s)	Name of each exchange on which registered
Class A ordinary shares, \$0.0001 par value per share	PROK	The Nasdaq Stock 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 7.01 Regulation FD Disclosure.

ProKidney Corp. (the "Company") has updated its investor presentation (the "Presentation"), which its senior management intends to use from time to time when interacting with investors and analysts, among others. The Presentation is available on the Company's website at https://investors.prokidney.com/news-events/events-and-presentations. The Presentation is also attached hereto as Exhibit 99.1.

The information in this report is being furnished, not filed, pursuant to Regulation FD. Accordingly, the information in Items 7.01 and 9.01 of this report will not be incorporated by reference into any registration statement filed by the Company under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference. The furnishing of the information in this report is not intended to, and does not, constitute a determination or admission by the Company that the information in this report is material or complete, or that investors should consider this information before making an investment decision with respect to any security of the Company or any of its affiliates.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The exhibits filed as part of this Current Report on Form 8-K are listed in the index to exhibits immediately preceding the signature page to this Current Report on Form 8-K, which index to exhibits is incorporated herein by reference.

Exhibit No.	Description of Exhibit	
99.1	Investor Presentation	
104	Cover Page Interactive Data File (embedded within Inline XBRL document)	

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.

PROKIDNEY CORP.

Date: September 11, 2023

By: /s/ Todd Girolamo

Name: Todd Girolamo Title: Chief Legal Officer



Corporate Presentation

September 2023

A Step Closer to Potential Dialysis Prevention REACT® [**RE**nal **A**utologous **C**ell **T**herapy] Exhibit 99.1

Forward-looking Statements

This presentation includes "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. ProKidney's actual results may differ from its expectations, estimates and projections and consequently, you should not rely on these forward-looking statements as predictions of future events. Words such as "expect," "estimate," "project," "budget," "forecast," "anticipate," "intend," "plan," "will," "could," "should," "believes," "predicts," "potential," "continue," and similar expressions (or the negative versions of such words or expressions) are intended to identify such forward-looking statements. These forward-looking statements include, without limitation, the Company's expectations with respect to financial results, future performance, development and commercialization of products, if approved, the potential benefits and impact of the Company's products, if approved, potential regulatory approvals, and the size and potential growth of current or future markets for the Company's products, if approved. Most of these factors are outside of the Company's control and are difficult to predict. Factors that may cause such differences include, but are not limited to: the inability to maintain the listing of the Company's Class A ordinary shares on the Nasdaq; the inability to implement business plans, forecasts, and other expectations or identify and realize additional opportunities, which may be affected by, among other things, competition and the ability of the Company to grow and manage growth profitably and retain its key employees; the risk of downturns and a changing regulatory landscape in the highly competitive biotechnology industry; the inability of the Company to raise financing in the future; the inability of the Company to obtain and maintain regulatory clearance or approval for its products, and any related restrictions and limitations of any cleared or approved product; the inability of the Company to identify, in-license or acquire additional technology; the inability of Company to compete with other companies currently marketing or engaged in the biologics market and in the area of treatment of kidney diseases; the size and growth potential of the markets for the Company's products, if approved, and its ability to serve those markets, either alone or in partnership with others; the Company's estimates regarding expenses, future revenue, capital requirements and needs for additional financing; the Company's financial performance; the Company's intellectual property rights; uncertainties inherent in cell therapy research and development, including the actual time it takes to initiate and complete clinical studies and the timing and content of decisions made by regulatory authorities; the impact of COVID-19 or geo-political conflict such as the war in Ukraine on the Company's business; and other risks and uncertainties indicated from time to time in the Company's filings with the Securities and Exchange Commission. The Company cautions readers that the foregoing list of factors is not exclusive and cautions readers not to place undue reliance upon any forward-looking statements, which speak only as of the date made. The Company does not undertake or accept any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements to reflect any change in its expectations or any change in events, conditions or circumstances on which any such statement is based.

What is **REACT**[®]?

REACT is a cell therapy solution for patients with Chronic Kidney Disease (CKD), worldwide

Unmet Needs	Our Goals	Our Product	Our Plan
• More than 37 million U.S. adults have CKD ¹ . Greater than 120,000 progress to need dialysis every year. ²	 Preserve kidney function Reduce or eliminate time spent on dialysis 	 REACT[®] is a proprietary cell therapy using the patient's own kidney cells 	 Phase 3 clinical program received FDA and EMA guidance and RMAT designation;
 Total annual costs to Medicare for patients with CKD / ESRD exceed \$130B¹ 	 Return autonomy to patients and their families 	 Preclinical activity and mechanism of action translated to clinical activity 	 Potential label expansion to re-dose REACT for long-term
 Average per person per year cost for ESRD for commercially insured members \$180K³ 		 REACT[®] includes three cell subtypes with the potential to help preserve kidney function 	 dialysis prevention Target commercial launch YE 2026
CDC Fact Sheet. https://www.cdc.gov/kidneydisea. USRDS 2020 Annual Report	se/publications-resources/ckd-national-facts.html		Dookioni

CKD is Serious Public Health Problem Today



Kidney failure costs represent one of the largest line items of Medicare Budget

4 1. Medicare spend a 2. JAMA Int Medicin

While New Therapies Are a Step Forward, Patients Still Lose Kidney Function

Standard of Care has Limitations

Current standard of care for DKD Stage 2/3a (eGFR <u>above</u> 40) merely slows the eventual loss of kidney function Current Therapies are Blockbusters

While patients continue to lose kidney function on existing therapies, those therapies still generate nearly \$10 billion WW sales annually



Estimated global market sales of Canagliflozin, Dapagliflozin and Empagliflozin are ~\$10B in 2026

Note: 2026 sales estimates for therapies reflect all indications and are not limited to CKD	5 Source: The New England Journal of Medicine. EvaluatePharma PROKIDNEY 2026 sales estimates for therapies reflect all indications and are not limited to CKD	
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REACT initially targets a defined subset of advanced T2D CKD

Potential for multiple label expansions



REACT[®] Goal: Preservation of Kidney Function

ProKidney's REACT® Autologous Cell Therapy



ProKidney



REACT[®] Impact on Kidney Function

Preclinical data suggests REACT® treatment may improve kidney function via multiple mechanisms



Remodeling of Nephrons

REACT® targets preservation of kidney function for dialysis-free living



Podocin / Nephrin

Cells shown to distribute throughout kidney and integrate into nephrons and interstitium





Intra-tubular and Glomerular (REACT[®] – Blue) Interstitial (REACT[®] – Blue)

ProKidney

REACT[®] MoA in CKD – ASN November 2022



SRC/REACT® in human cell culture

- Nephrogenic potential of SRCs may underlie renal restorative and reparative activity observed to-date
- SRCs participate in processes associated with kidney development
- SRCs forms organoids, which self-assemble into tubules in vitro



SRC/REACT® preserves kidney microarchitecture

REACT® treated kidney shows reduced glomerular and interstitial fibrosis and inflammation, protein leakage and tubular ectasia

ovembe

REACT[®] Trials Designed to Address Multiple Types of CKD



Building a Comprehensive Data Package

Clinical program designed to expand potential patient population and support premium pricing

- Assess potential benefit of repeat REACT® doses (REGEN-015)
- Determine durability of REACT® injection (REGEN-008)
- Identify re-dosing triggers (REGEN-007)
- Assess potential benefit of bilateral REACT® injections (REGEN-007)
- Support potential label expansion (REGEN-003)
- Support durability, reimbursement and valuebased pricing (REGEN-016 & REGEN-008)

REACT® Potential approval for DKD Goal: Prevent the progression to dialysis Clinical Trial Package Supporting Registration 008 Durability •••• proact 006 016 1st Registrational 007 re-dose triggers 007 re-dose triggers 003 Label 2nd 003 Label Product Lifecycle Phase 3

RMCL-002: Study in Diabetics with CKD Stages 3A, 3B & 4

Clinical trial design



* 2 'Active' patients dropped out of the study resulting in

ProKidney

RMCL-002: Preliminary Results from Study in Diabetics with CKD Stages 3A, 3B & 4

Comparing effect of REACT[®] vs. standard of care (SoC) in Phase 2 study



REACT®

Average eGFR was 4.6 ml/min/1.73m² higher at 24 months versus the average eGFR for all participants at baseline

Standard of Care

Progressive <u>decline</u> in kidney function over 12 months of -3.6 ml/min/1.73m²

A characteristic of SOC for CKD 3a, 3b, and 4

REGEN-003: Phase 2 Study in Stage 4/5 Diabetic CKD Patients

Clinical trial design: Participants' baseline rate of eGFR decline served as comparator

UACR mean 3190 mg/gr; mean eGFR 15.5 mL/min/1.73m²; >90% probability of dialysis initiation

No other marketed drug is indicated for these patients



REGEN-003: Pre-Dialysis Patients Benefit from REACT

- 7/10 patients had 30% increase in dialysis free living (median of ~16 mo.)
- 2/10 patients had preservation of renal function >2+ years post injection



ProKidney

Interim Safety Profile: Safety of REACT in Phase 2 Diabetic CKD Stages 3A, 3B, 4, & 5 and CAKUT

-002 Interim procedurerelated events: Renal Related (N=83 nt bionsies 132 inject

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Serious Adverse Event		
Hematoma*	1	
Transfusion*	1	
Acute Kidney Injury*	1	
Macroscopic Hematuria	0	
Angiographic Intervention	0	

Surgery

CKD progression

Cortical Scar

Renal vascular event

Renal arteriovenous fistula

Events observed in 4/83 participants

Data as 2/23. Source: Stavas et al. SIB March 202

Death

0

0

1

1

1

0

-003 Procedure-related events: Renal Related (N=10 pt biopsies, 19 injections)

Serious Adverse Even	
Hematoma	2
Transfusion	0
Acute Kidney Injury	2
Macroscopic Hematuria	0

Angiographic Intervention	0	
Surgery		
Death	0	
CKD progression	1	
Renal vascular event		
Cortical Scar	0	
Renal arteriovenous fistula	1	
Events observed in 3/10 participants		

No cell product related SAEs were reported. *Hematoma, transfusion, & AKI events occurred in one patient pre-needle design-change in Sept. 2017, other SAE events occurred post-needle design change. Source: Stavas et al. Blood Purif 202 DOI: 10.1159/000527582

-004 Procedure-related events: Renal Related (N=5 pt biopsies, 9 injections) Serious Adverse Event Hematoma 0 0 Transfusion Acute Kidney Injury 0 Macroscopic Hematuria 0 Angiographic Intervention 0 Surgery 0 0 Death CKD progression 0 0 Renal vascular event 0 Cortical Scar Renal arteriovenous fistula 0

Events observed in 0/5 participants. No cell product related SAEs were reported. Data on file and as of 1/23.

-007 Interim procedurerelated events: Renal Related (N=39 pt biopsies, 42 injections)

Serious Adverse Event		
Hematoma*	4	
Transfusion	1	
Acute Kidney Injury	2	
Macroscopic Hematuria	1	
Angiographic Intervention	0	
Surgery	0	
Death	0	
CKD progression	0	
Renal vascular event	0	
Cortical Scar		
Renal arteriovenous fistula	0	
Events observed in 4/39 participants.		

Two hematomas, two AKI, and one hematuria occurred following biopsy Data on file and as of 1/23.

202 **REACT®**

risk for renal failure

Consistently striving to mitigate procedure-related risks while preserving kidney function for late-stage CKD patients



REACT Procedure Continued to Demonstrate a Complication Rate Below a Standard Kidney Biopsy

CJASN

What are the complications associated with native kidney biopsy?



REACT Phase 2 Safety Profile Summary

Category	Biopsy # of patients (%) (N=133)	REACT Injection # of patients (%) (N=202)
Hematoma	4 (3.0)	3 (1.5)
Pain	0	3 (1.5)
Hematuria	1 (0.7)	0
Transfusion	1 (0.7)	1 (0.5)
Bleed + intervention	0	0
Death	0	0

Includes data available from ongoing and completed phase 2 trials Data on file and as of 3/1/2023.

REACT procedure in Phase 2 clinical trials was tolerated with a safety profile similar to a standard biopsy

Phase 2 Study: REGEN-007

Safety Profile Supports Bilateral Dosing of $\mathsf{REACT}^{\mathsf{m}}$ to Evaluate Potential for Increased



REACT® Registrational Program: •• proact 1 (REGEN-006)

First •• proact 1 patients enrolled in 2022



REACT® Registrational Program: •• proact 2 (REGEN-016)

Enrolling •• proact 2 patients in 2H23



REACT® Registrational Program

Regulatory & reimbursement engagement plan: Diabetic Kidney Disease



High Patient Acceptance for New Medications

Survey participants were overwhelmingly willing to take a medication - even if side effects occurred (93.6%)



- Panelist with the CKD stage 3a stated: "....if I did see an appreciable decrease in my kidney health then I'm sure I would be much more open to trying some things."
- Panelist with CKD stage 3b stated: "Anything to help ... slow [the] progress of the kidney disease I'm all for it."

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Preparing for Commercial Readiness

Infrastructure strategy to reduce COGS and address commercial demand

Manufacturing toward clinical and commercial opportunities

- Implementing staged construction to expand commercial-scale manufacturing capabilities
 - Addition of Greensboro facility provides scalability beyond Winston-Salem facility to address anticipated post-approval demand
- In-house manufacturing supports clinical programs and initial commercial launch
- Cryo-preserved REACT distribution enabled by Covid cold supply chain
- Potential to add and qualify additional CDMO sites for regional demand / surge capacity

Potential financial impact for ProKidney

- Approximately 2.5 million Stage 3b/4 diabetic CKD patients in U.S., >5 million OUS
- Estimated 128k U.S. patients enter dialysis each year and 2 million worldwide
- Potential to treat 50,000 patients per year WW
- Potential Value Proposition:
 - Dialysis cost avoidance for 2-5 years \$200-500k
 - Dialysis cost spend per year in U.S. = \$50B by Medicare
- Maximum processing capacity of Winston-Salem and Greensboro facilities is over 20,000 patients/year

Phase 2 COGS for REACT[®] ~\$100K / patient Aim to decrease COGS by approximately 50% through scale-up for commercialization

World-class Leadership and Board of Directors



REACT®: <u>REnal Autologous Cell Therapy for CKD</u>

Advancing a comprehensive clinical plan to demonstrate commercial potential

1H 2023		2H 2023	2024 and beyond	
 REGEN-003 Trial complete Results pub Safety & e DKD Stage Identify pot triggers Assess im and time t with immin failure/dia 	Phase 2 ated lished 1Q23 fficacy of REACT® 4 / 5 (eGFR < 20 – 14) tential re-dosing pact on progression o dialysis in patients nent risk of renal lysis	 REGEN-002 Phase 2 Enrollment complete Interim Results 2H23 Last patient last visit December 2023 DKD Stage 3b / 4 (eGFR 50 - 20) 2 injections into biopsied kidney Open label safety & efficacy of REACT® 	 REGEN-007 Phase 2 Enrollment complete Interim results anticipated first half of 2024 Fully-enrolled Open-label trial DKD Stage 3 / 4 (eGFR ≤ 50 - 20) Bi-lateral kidney injections and dose triggers Cryopreserved commercial formulation 	 REACT[®] Phase 3 DKD Trials proact 1: Ongoing enrollment in U.S., Canada, and EU; Interim anticipated YE24 proact 2: 2H23 ROW enrollment; Interim anticipated by YE25 Global Phase 3 blinded, sham-controlled trials to establish safety & efficacy of REACT[®] Stage 3b / 4 DKD (eGFR≤50-20) FDA-defined time-to-event endpoints
Cas (as of	h Position \$446M ^{6/30/23)} these ke interim	cash sufficient to fund ey milestones, and to Phase 3 data	Regulatory • FDA / EMA • RMAT desig • Potency As	agreement on pivotal study design gnation in U.S. say Matrix alignment
27				ProKidney

Why ProKidney?

Maximize dialysisfree living

Too many CKD patients require dialysis

\$130B U.S. Medicare spend annually on ESRD / CKD (excludes private insurance)

Approximately 75 million total CKD patients in U.S. & EU

Currently, **no treatment options** (other than transplant) exist to stop decline of kidney function

REACT[®] Initial Clinical Success

Preservation of kidney function intended to delay/prevent kidney failure/dialysis

Ongoing Phase 2 program providing insight on durability, multi-dosing, and re-dosing triggers

Registrational Phase 3 trials underway

RMAT designation granted by FDA

Value Creation Potential

Experienced board and management team

Cash runway to deliver interim Phase 3 data^{*}

In-house manufacturing supports Phase 3 and initial commercialization

Experienced employees, strong product and cell therapy IP & development know-how

Identified milestones and results anticipated throughout 2023 and 2024

Returning Autonomy to Patients and their Families



Corporate Presentation

September 2023

A Step Closer to Potential Dialysis Prevention REACT® [**RE**nal **A**utologous **C**ell Therapy]