

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant ☒
Filed by a party other than the Registrant ☐

Check the appropriate box:

- ☐ Preliminary proxy statement
☐ Confidential, For use of the Commission only (as permitted by Rule 14a-6(e)(2))
☐ Definitive proxy statement
☒ Definitive additional materials
☐ Soliciting material pursuant to Rule 14a-11(c) or Rule 14a-12

Titan Pharmaceuticals, Inc.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of filing fee (Check the appropriate box):

- ☒ No fee required.
☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

- ☐ Fee paid previously with preliminary materials:
☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.
(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

On December 20, 2019, Titan Pharmaceuticals, Inc. (“Titan” or the “Company”) disclosed the following in a Current Report on Form 8-K (the “8-K”) furnished to the Securities and Exchange Commission (the “SEC”) regarding the partial adjournment of its annual meeting of stockholders for the year ended December 31, 2018 (the “Annual Meeting”):

In order to allow for additional voting on the proposal to amend Titan’s certificate of incorporation to effect a reverse split of the common stock within a range from 1-for-5 to 1-for-15, with the exact ratio to be determined by Titan’s board of directors (a “Reverse Split”), the Chairman determined, in his discretion, to adjourn the Annual Meeting with respect to this proposal until Thursday, January 17, 2020, at 9:00 a.m. Pacific Standard Time. The resumed meeting can be attended using the same access information that was used initially for the Annual Meeting, the details of which are set forth in the Definitive Proxy Statement filed by the Company with the SEC on November 20, 2019.

Voting has been closed on the election of directors and each of the other proposals before the Annual Meeting other than the proposal to approve a Reverse Split and the results of such voting were included in the 8-K.
