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

SCHEDULE 14A

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 t | the appropriate box: | |
| ☐ Confi ☐ Defin ☑ Defin | minary Proxy Statement fidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2)) nitive Proxy Statement nitive Additional Materials citing Material Pursuant to §240.14a-12 | |
| | TRACON Pharmaceuticals, Inc. | |
| | (Name of Registrant as Specified in its Charter) | |
| | (Name of Person(s) Filing Proxy Statement, if other than the Registrant) | |
| Paymen | nt of Filing Fee (Check the appropriate box) | |
| \boxtimes | No fee required | |
| | Fee paid previously with preliminary materials | |
| | Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11 | |
| | | |
| | | |
| | | |



TRACON PHARMACEUTICALS, INC.

2022 Annual Meeting Vote by June 13, 2022 11:59 PM ET

TRACON PHARMACEUTICALS, INC. 4950 LA IDULA VILLAGE DRIVE SUITE BOD SAN DEGO, CA 92122



D82287-P70686

You invested in TRACON PHARMACEUTICALS, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on June 14, 2022.

Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 31, 2022. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and vote without entering a control number





Vote in Person at the Meeting*

June 14, 2022 8:00 AM, PDT

4350 La Jolla Village Drive Suite 800 San Diego, California 92122

^{*}Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

| Voting Items | | Recommends |
|--------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|
| 1. | Election of Directors | 1 |
| | Nominees: | |
| 1A | . Saundra Pelletier | For |
| 18 | . Stephen T. Worland, Ph.D. | O For |
| | To approve, on an advisory basis, the compensation of the Company's named executive officers. | ⊘ For |
| 3. | To indicate, on an advisory basis, the preferred frequency of future stockholder advisory votes on the compensation of the Company's named executive officers. | 1 Year |
| 4. | To ratify the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2022. | For |
| NO | OTE: Such other business as may properly come before the meeting or any adjournment thereof. | |
| | | |
| | Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for F-de | iverv" |

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