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

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

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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 under to §240.14a-12

**PARDES BIOSCIENCES, 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 in exhibit required by Exchange Act Rules 14a-6(i)(1) and 0-11.
- Fee paid previously with preliminary materials.
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PARDES BIOSCIENCES, INC.  
ATTN: ELIZABETH LACY  
2173 SALK AVENUE, SUITE 250  
PMB #052  
CARLSBAD, CA 92008

# Your **Vote** Counts!

**PARDES BIOSCIENCES, INC.**

2022 Annual Meeting  
Vote by June 7, 2022  
11:59 PM ET



D83604-P72592

## You invested in PARDES BIOSCIENCES, 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 8, 2022 at 8:00 AM PT / 11:00 AM ET.**

### Get informed before you vote

View the Notice of Pardes Biosciences, Inc.'s 2022 Annual Meeting of Stockholders, Proxy Statement and Annual Report for the fiscal year ended December 31, 2021 online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 25, 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](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto: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](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote Virtually at the Meeting\*

June 8, 2022  
8:00 AM PT / 11:00 AM ET

Virtually at:  
[www.virtualshareholdermeeting.com/PRDS2022](http://www.virtualshareholdermeeting.com/PRDS2022)

\*Please check the meeting materials for any special requirements for meeting attendance.

## 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	Board Recommends
1. Election of three Class I directors to serve for three years until the Annual Stockholders Meeting in 2025.	
<b>Nominees:</b>	
1a. Deborah M. Autor	✔ For
1b. J. Jay Lobell	✔ For
1c. Thomas G. Wiggins	✔ For
2. Ratification, on an advisory basis, of the appointment of KPMG LLP as the independent registered public accounting firm of the Company for the fiscal year ending December 31, 2022.	✔ For
<b>NOTE:</b> Transact any other business that is properly brought before the Annual Meeting or any adjournment or postponement thereof.	

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".