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

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**FORM 6-K**

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**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**For the Month of September 2022**

**Commission File Number: 001-39621**

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**OPTHEA LIMITED**

**(Translation of registrant's name into English)**

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**Level 4  
650 Chapel Street  
South Yarra, Victoria 3141  
Australia  
(Address of principal executive offices)**

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F       Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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## INCORPORATION BY REFERENCE

This Report on Form 6-K (the “Report”) and Exhibit 99.1 to this Report shall be deemed to be incorporated by reference into the registration statements of Opthea Limited (the “Company”) on Form S-8 (File No. 333-251052) and Form F-3 (File No. 333-262444) and to be a part thereof from the date on which this Report is filed, to the extent not superseded by documents or reports subsequently furnished.

### EXHIBITS

<u>Exhibit</u>	<u>Description</u>
99.1	<a href="#">Results of 2022 Annual General Meeting</a>

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**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, thereunto duly authorized.

Date: September 26, 2022

**OPTHEA LIMITED**

By: /s/ Megan Baldwin

Megan Baldwin, Ph.D.

Chief Executive Officer and Managing Director



26 September 2022

Market Announcements Office  
Australian Securities Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

Dear Ms,

**Results of 2022 Extraordinary General Meeting  
Opthea Limited (ASX: OPT)**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolution and the proxies received in respect of the resolution are set out in the attached proxy summary.

Yours faithfully

A handwritten signature in black ink, appearing to read "Karen Adams".

Karen Adams  
Company Secretary

**OPTHEA LIMITED**  
**EXTRAORDINARY GENERAL MEETING**  
**26th September 2022**  
**Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

<u>Resolution</u>	<u>Resolution details</u>	<u>Resolution Type</u>	<u>Instructions given to validly appointed proxies (as at proxy close)</u>				<u>Number of votes cast on the poll (where applicable)</u>			<u>Resolution Result Carried / Not Carried</u>	<u>If s250U applies</u>
			<u>For</u>	<u>Against</u>	<u>Proxy's Discretion</u>	<u>Abstain</u>	<u>For</u>	<u>Against</u>	<u>Abstain*</u>		
1 - Ratification of Tranche 1 Shares Placement		Ordinary	157,082,324 99.61%	106,595 0.07%	515,517 0.32%	14,212,393	157,597,841 99.93%	106,595 0.07%	14,212,393	Carried	
2 - Issue of Tranche 2 Shares Placement		Ordinary	168,620,077 99.49%	361,717 0.21%	515,517 0.30%	2,419,518	169,135,594 99.79%	361,717 0.21%	2,419,518	Carried	

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.