
**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 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 §240.14a-12

AADI BIOSCIENCE, 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 all boxes that apply):

- 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.
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Your **Vote** Counts!

AADI BIOSCIENCE, INC.

2023 Annual Meeting of Stockholders

Vote by June 13, 2023

11:59 PM ET

AADI BIOSCIENCE, INC.
17383 SUNSET BOULEVARD, SUITE A250
PACIFIC PALISADES, CA 90272



V15685-P91478

Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to be Held on June 14, 2023.

You invested in AADI BIOSCIENCE, INC. and it's time to vote!

You have the right to vote on proposals being presented at the 2023 Annual Meeting.

Get informed before you vote

View the Notice of Meeting, Proxy Statement and 2022 Annual Report online at www.ProxyVote.com OR you can receive a free paper or email copy of the material(s) by requesting prior to May 31, 2023. 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 (toll-free from the U.S., U.S. territories and Canada) 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 Virtually at the Meeting*

June 14, 2023
10:00 AM PDT

Virtually at:
www.virtualshareholdermeeting.com/AADI2023

*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. To elect three Class III directors to serve on the Company's board of directors until the Company's 2026 annual meeting of stockholders and until their successors are duly elected and qualified, or until their earlier resignation, death or removal. Nominees: 01) Behzad Aghazadeh, Ph.D. 02) Richard Maroun 03) Emma Reeve | ✔ For |
| 2. To approve, on an advisory basis, the compensation of the named executive officers identified in the 2022 Summary Compensation Table in the "Executive Compensation" section of the proxy statement (the "Say-on-Pay Vote"). | ✔ For |
| 3. To approve, on an advisory (non-binding) basis, the frequency of future Say-on-Pay Votes. | 1 Year |
| 4. To ratify the appointment of BDO USA LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2023. | ✔ For |
| NOTE: In their discretion, the proxies are authorized to vote upon 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 "Delivery Settings".