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)

(Amendment No.

Filed by the Registrant

Filed by a Party other than the Registrant \Box

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
- X Definitive Additional Materials
- Soliciting Material under §240.14a-12

Organovo Holdings, Inc.

(Name of Registrant as Specified In Its Charter)

Not Applicable

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

X No fee required.

- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - Title of each class of securities to which transaction applies: (1)
 - (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):
 - Proposed maximum aggregate value of transaction: (4)

Total fee paid: (5)

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.

- Amount Previously Paid: (1)
- Form, Schedule or Registration Statement No. (2)
- (3)Filing Party:
- Date Filed: (4)

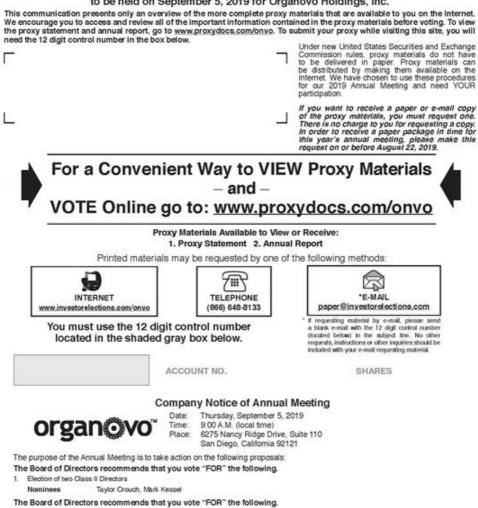
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Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to be held on September 5, 2019 for Organovo Holdings, Inc.



- 2 To ratify the appointment of Mayer Hoffman McCann P.C. as our independent registered public accounting firm for the fiscal year ending March 31, 2020 3. To hold a non-binding advisory vote on the compensation of our named executive officers
- To approve the proposal to authorize the Company's Board of Directors, in its discretion but in no event later than the date of the 2020 Annual Meeting of Stockhröckers, to amend the Company's Certificate of theorposation, as previously amended, to effect a reverse stock split of the Company's common stock, at a ratio in the range of 1-for-5 to 1-for-20, such ratio to be determined by the Board of Directors and included in a public announcement, 5.
- The Board of Directors recommends that you vote for "ONE YEAR" the following.
- 4. To approve, on an advisory and non-binding basis, the frequency of the advisory vote on the Company's executive compensation of one, two, or three years.

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