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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 May 2022**

**Commission File Number 001-38810**

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**STEALTH BIOTHERAPEUTICS CORP**

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

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**Stealth BioTherapeutics Corp  
c/o Intertrust Corporate Services (Cayman) Limited  
One Nexus Way, Camana Bay  
Grand Cayman  
KY1-9005 Cayman Islands  
(Address of principal executive office)**

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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):

## EXHIBIT INDEX

Exhibit Number	Description
99.1	<a href="#">Selected Financial Data</a>

**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.

STEALTH BIOTHERAPEUTICS CORP

By: /s/ Irene P. McCarthy  
Irene P. McCarthy  
Chief Executive Officer

Date: May 18, 2022



## STEALTH BIOTHERAPEUTICS CORP

## Condensed Consolidated Statements of Operations

(in thousands, except share and per share data)  
(unaudited)

	Three months ending March 31,	
	2022	2021
Operating expenses:		
Research and development	\$ 7,776	\$ 6,099
General and administrative	5,298	4,979
Total operating expenses	13,074	11,078
Loss from operations	(13,074)	(11,078)
Other income (expense):		
Gain from remeasurement of derivative liability	5,476	3,688
Interest income	3	1
Interest expense and other	(541)	(300)
Total other income	4,938	3,389
Net loss attributable to ordinary shareholders	\$ (8,136)	\$ (7,689)
Net loss per share attributable to ordinary shareholders — basic and diluted	\$ (0.01)	\$ (0.01)
Weighted average ordinary shares used in net loss per share attributable to ordinary shareholders — basic and diluted	715,444,473	652,807,323

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**STEALTH BIOTHERAPEUTICS CORP****Condensed Consolidated Balance Sheets**(in thousands)  
(unaudited)

	<u>March 31,</u> <u>2022</u>	<u>December 31,</u> <u>2021</u>
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 33,834	\$ 47,135
Prepaid expenses and other current assets	2,566	2,467
Total current assets	<u>36,400</u>	<u>49,602</u>
Property and equipment, net	88	97
Deferred financing costs and other non-current assets	427	527
Total assets	<u>\$ 36,915</u>	<u>\$ 50,226</u>
<b>Liabilities and shareholders' deficit</b>		
Current liabilities:		
Accounts payable	\$ 4,122	\$ 3,467
Accrued expenses and other current liabilities	5,613	7,283
Accrued interest payable	154	78
Total current liabilities	<u>9,889</u>	<u>10,828</u>
Long-term portion of debt	13,782	13,656
Development derivative liability - related party	65,561	71,037
Total liabilities	<u>89,232</u>	<u>95,521</u>
Total shareholders' deficit	<u>(52,317)</u>	<u>(45,295)</u>
<b>Total liabilities and shareholders' deficit</b>	<u>\$ 36,915</u>	<u>\$ 50,226</u>

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