FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Last) (First) (Middle) (C/O DENALI THERAPEUTICS INC. 151 OYSTER POINT BOULEVARD, SECOND FLOOR (Street) SOUTH SAN FRANCISCO (City) (State) (Zp) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 3) Common Stock Common Stock Oscipatory Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Code (Instr. 3) Code (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Code (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, Or Beneficially Owned Transaction (Instr. 4) Transaction (Instr. 4) Transaction (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Common Stock Oscipatory Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Common Stock Oscipatory Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Common Stock Oscipatory Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Common Stock Oscipatory Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Common Stock Oscipatory Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Common Stock Oscipatory Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Conversion Date Order (Instr. 3) Operation or Securities Ownership Order (Instr. 4) Ownership Owned Code (Instr. 3) Ownership Owned Code (Instr. 3) Ownership Owned Code (Instr. 4) Owners	Name and Address of Reporting Person* Ho Carole						Issuer Name and Ticker or Trading Symbol Denali Therapeutics Inc. [DNLI] Date of Earliest Transaction (Month/Day/Year)										Relationship of Reporting Person(s) to Issuer (Check all applicable) Director					
Size South San Care C	(Last)	(Fir	st) (M	∕liddle	e)		` · · ·											,				
Street SOUTH SAN FRANCISCO CA 94080 City (State) (Street) SOUTH SAN FRANCISCO CA 94080 City (State) (Zip) (State) (Zip) (State) (Zip) (Month/Day/Vear) (Month/Day/Vea												Chief Medical Officer										
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Explanation of Responses:

- 1. The shares are held of record by Carole Ho and Rajat Rohatgi.
- 2. The shares are held of record by the Rohatgi-Ho Irrevocable GST Trust, for which Reporting Person serves as trustee.
- 3. The sales reported by the Reporting Person were effected pursuant to a Rule 10b5-1 trading plan.
- 4. The sale price reported in column 4 of Table I represents the weighted average sale price of the shares purchased ranging from \$18.00 to \$18.20 per share. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- 5. The shares are held of record by the Rohatgi-Ho Family 2009 Revocable Trust, for which Reporting Person serves as trustee.

Remarks:

/s/ Tyler Nielsen, by power o attorney

08/31/2018

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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