(City)

FORM 4

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

(State)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT	OF CHANGES
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OMB APPROVAL

S IN BENEFICIAL OWNERSHIP

OMB Number: 3235-028

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	of Section So(ff) of the investment Company Act of 1940	
1. Name and Address of Reporting Person*  BRATTON DOUGLAS K	2. Issuer Name <b>and</b> Ticker or Trading Symbol  Denali Therapeutics Inc. [ DNLI ]	Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director X 10% Owner
(Last) (First) (Middle) 201 MAIN STREET, SUITE 1900	3. Date of Earliest Transaction (Month/Day/Year) 06/19/2020	Officer (give title Other (specify below) below)
(Street) FORT WORTH TX 76102	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  X  Form filed by More than One Reporting Person

Table I -	Non-Derivativ	e Securities A	cquir	ed, C	Disposed	of, or	Beneficially	Owned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	s Acquire f (D) (Inst	ed (A) or tr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(11150.4)	(111501.4)
Common Stock	06/19/2020		S		82,481	D	\$24.1953 <sup>(1)</sup>	870,554	I	By Neuro Line Partners, L.P. <sup>(2)(3)</sup>
Common Stock	06/19/2020		S		62,439	D	\$24.998 <sup>(4)</sup>	808,115	I	By Neuro Line Partners, L.P. <sup>(2)(3)</sup>
Common Stock	06/22/2020		S		65,373	D	\$24.6576 <sup>(5)</sup>	742,742	I	By Neuro Line Partners, L.P. <sup>(2)(3)</sup>
Common Stock	06/22/2020		S		24,683	D	\$25.1169 <sup>(6)</sup>	718,059	I	By Neuro Line Partners, L.P. <sup>(2)(3)</sup>
Common Stock	06/23/2020		S		16,777	D	\$25.6864 <sup>(7)</sup>	701,282	I	By Neuro Line Partners, L.P. <sup>(2)(3)</sup>
Common Stock	06/23/2020		S		3,247	D	\$26.1866 <sup>(8)</sup>	698,035	I	By Neuro Line Partners, L.P. <sup>(2)(3)</sup>
Common Stock								13,644,881	I	By AKDL, L.P. <sup>(9)(10)</sup>

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

		Iai	ole II - Derivat (e.g., pı					options, o			ı or	1 -	и 		
1. Title of	2.	3. Transaction	3A. Deemed	4.ode	V	(5A)Nı	um( <b>D)</b> r	6xDetisEblero	isΩaddee and	7itTéti	le Salnadres	8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature
Security (instr. 3) a	or Exercise nd Address of	(Month/Day/Year) * Reporting Person* JGLAS K		Code 8)	(Instr.	Secu Acq (A) 0	vative urities uired or oosed	(Month/Day/Y		Secu Unde Deriv	rities rlying ative rity (Instr.	Security (Instr. 5)	Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
(Last) 201 MA		(First)	(Middle)		-	of (E	0) tr. 3, 4						Transaction(s) (Instr. 4)		
(Street)					_										
FORT W	VORTH	TX 	76102		П						Amount				
(City)		(State)	(Zip)	Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Number of Shares				
	nd Address of Line Parti	Reporting Person*		,		,	,			,					

(City)		(State)	(Zip)	Code	v
	nd Address of Line Part	Reporting Person*			
(Last) 201 MAI		(First) C, SUITE 1900	(Middle)		
(Street)	ORTH	TX	76102		
(City)		(State)	(Zip)		
Bratton (Last)	Capital 1	Reporting Person*  Management,  (First)  C, SUITE 1900	L.P.		
(Street) FORT W		TX (State)	76102 (Zip)		-
	nd Address of Capital	Reporting Person*			
(Last) 201 MAI		(First) C, SUITE 1900	(Middle)		
(Street)	ORTH	TX	76102		
(City)		(State)	(Zip)		

## **Explanation of Responses:**

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.61 to \$24.60, inclusive. The reporting persons undertake to provide to Denali Therapeutics Inc. (the "Issuer"), any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1), (4), (5), (6), (7) and (8).
- 2. These shares of common stock of the Issuer are held directly by Neuro Line Partners, L.P. ("Neuro Line"). The general partner of Neuro Line is Bratton Capital Management, L.P. ("Bratton Capital Management"). The general partner of Bratton Capital Management is Bratton Capital, Inc. ("Bratton Capital"). Douglas K. Bratton is the sole director of Bratton Capital. Neuro Line is ultimately controlled by Mr. Bratton and Mr. Bratton has voting and investment power over all securities held by Neuro Line.
- 3. (Continued from Footnote 2) In addition, Bratton Capital Management, Bratton Capital, and Mr. Bratton may be deemed to have a pecuniary interest in a portion of the securities held by Neuro Line due to Bratton Capital Management's right to receive performance-based allocations and Bratton Capital Management and Mr. Bratton may be deemed to have a pecuniary interest in a portion of the securities held by Neuro Line through direct or indirect limited partner and/or general partner interests in Neuro Line. Bratton Capital Management, Bratton Capital and Mr. Bratton may each be deemed to beneficially own the securities held by Neuro Line. Each such entity and Mr. Bratton disclaims beneficial ownership of such securities except to the extent of its or his respective pecuniary interest therein
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$24.61 to \$25.60, inclusive.
- $5. \ The price reported in Column \ 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.94 to \$24.93, inclusive.$
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$24.94 to \$25.34, inclusive.
- $7. \ The price reported in Column \ 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.09 to \$26.085, inclusive.$
- 8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.105 to \$26.32, inclusive.
- 9. These shares of common stock of the Issuer are held directly by AKDL, L.P. ("AKDL"). The general partner of AKDL is Crestline SI (GP), L.P. ("Crestline SI") and the investment manager of AKDL is Crestline Management, L.P. ("Crestline Management,
- 10. (Continued from Footnote 7) Crestline SI, Crestline Management, Crestline and Mr. Bratton may each be deemed to beneficially own the securities held by AKDL. Each such entity and Mr. Bratton disclaims beneficial ownership of such securities except to the extent of its or his respective pecuniary interest therein.

## Remarks:

L.P., By: Bratton Capital Management, L.P., its general partner, By: Bratton Capital, Inc., its general partner, Name: /s/ Douglas K. Bratton, Title:

Sole Director **BRATTON CAPITAL** 

MANAGEMENT, L.P., By:

Bratton Capital, Inc., its

general partner, Name: /s/

Douglas K. Bratton, Title:

Sole Director

BRATTON CAPITAL, INC.,

Name: /s/ Douglas K. Bratton, 06/23/2020

Title: Sole Director

\*\* Signature of Reporting Person Date

06/23/2020

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

## Form 4 Joint Filer Information

Name: Neuro Line Partners, L.P.

201 Main Street, Suite 1900 Fort Worth, TX 76102 Address:

Date of Event Requiring Statement: 06/19/2020

Name: Bratton Capital Management, L.P.

201 Main Street, Suite 1900 Fort Worth, TX 76102 Address:

Date of Event Requiring Statement: 06/19/2020

Name: Bratton Capital, Inc.

Address: 201 Main Street, Suite 1900

Fort Worth, TX 76102

Date of Event Requiring Statement: 06/19/2020