SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL O	WNERSHIP
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			1	()								
1. Name and Address of Reporting Person*				uer Name and Ticke ali Therapeuti	•	•	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Watts Ryan J</u>	<u>.</u>			un merupeus			X	Director	10%	Owner		
(Last) C/O DENALI T 161 OYSTER P				te of Earliest Transa 3/2022	ction (Month/I	Day/Year)	x	Officer (give title below) Preside	Othe below nt and CEO	r (specify v)		
(Street) SOUTH SAN FRANCISCO	CA	94080	4. If A	mendment, Date of	Original Filed	(Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Grou Form filed by Or Form filed by Mo Person	e Reporting Per	son		
(City)	(State)	(Zip)										
		Table I - No	on-Derivative	Securities Acq	uired, Dis	posed of, or Benefi	cially (Owned				
1. Title of Security	r (Instr. 3)		2. Transaction	2A. Deemed	3.	4. Securities Acquired (A)		5. Amount of	6. Ownership	7. Nature of		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities A Disposed Of (I			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)		(1150.4)
Common Stock	01/03/2022		A		62,000 ⁽¹⁾	A	\$ <mark>0</mark>	213,691 ⁽²⁾	D	
Common Stock								2,103,368	Ι	See footnote ⁽³⁾

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)	if any 🤺	4. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (nstr. 3, 4 and 5)		te of Securities (ear) Underlying			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Option (right to buy)	\$47.27	01/03/2022		A		186,500		(4)	01/02/2032	Common Stock	186,500	\$0	186,500	D	

Explanation of Responses:

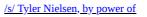
1. Each share is represented by a Restricted Stock Unit ("RSU") and a contingent right to receive one share of common stock of the Issuer. 25% of the RSUs shall vest on January 3, 2023 (the "Vesting Commencement Date") and an additional 25% of the RSUs shall vest on each annual anniversary of the Vesting Commencement Date thereafter, subject to the Reporting Person remaining a service provider of the Issuer through each such date.

2. Includes 213.691 restricted stock units.

3. The shares are held of record by the Watts Family 2015 Trust dated July 7, 2015, for which the Reporting Person serves as trustee.

4. 25% of the shares subject to the option shall vest on January 3, 2023, and 1/48 of the shares subject to the option shall vest each month thereafter, subject to the Reporting Person remaining a service provider of the Issuer through each such date.

Remarks:



attorney

01/05/2022

Date

** Signature of Reporting Person

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

 \ast 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.