

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

| | | |
|--|---|--|
| 1. Name and Address of Reporting Person* <u>BRATTON DOUGLAS K</u> _____ (Last) (First) (Middle) 201 MAIN STREET, SUITE 1900 _____ (Street) FORT WORTH TX 76102 _____ (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Denali Therapeutics Inc. [DNL1]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) 12/21/2020 | |
| 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |

Table I - Non-Derivative Securities Acquired, 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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 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 | | | |
| Common Stock | 12/21/2020 | | J | | 383,411 | D | (1) | 0 | I | By Neuro Line Partners, L.P. ⁽²⁾⁽³⁾ |
| Common Stock | | | | | | | | 12,201,634 | I | By AKDL, L.P. ⁽⁴⁾⁽⁵⁾ |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----------------|---|--|--|---|--|
| | | | | Code | V | | Date Exercisable | Expiration Date | | | | | |

1. Name and Address of Reporting Person*
BRATTON DOUGLAS K

 (Last) (First) (Middle)
 201 MAIN STREET, SUITE 1900

 (Street)
 FORT WORTH TX 76102

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Neuro Line Partners LP

 (Last) (First) (Middle)
 201 MAIN STREET, SUITE 1900

 (Street)
 FORT WORTH TX 76102

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Bratton Capital Management, L.P.

| | | |
|-----------------------------|---------|----------|
| (Last) | (First) | (Middle) |
| 201 MAIN STREET, SUITE 1900 | | |
| (Street) | | |
| FORT WORTH | TX | 76102 |
| (City) | | |
| (State) | (Zip) | |

1. Name and Address of Reporting Person*

[Bratton Capital Inc.](#)

| | | |
|-----------------------------|---------|----------|
| (Last) | (First) | (Middle) |
| 201 MAIN STREET, SUITE 1900 | | |
| (Street) | | |
| FORT WORTH | TX | 76102 |
| (City) | | |
| (State) | (Zip) | |

Explanation of Responses:

- Represents a pro rata in-kind distribution of shares of common stock of Denali Therapeutics Inc. from Neuro Line Partners, L.P. ("Neuro Line") to limited partners of Neuro Line without consideration, including to an entity controlled by Douglas K. Bratton.
- These shares of common stock of the Issuer were 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 had voting and investment power over all securities that were held by Neuro Line.
- (Continued from footnote 2) In addition, Bratton Capital Management, Bratton Capital, and Mr. Bratton may have been deemed to have had a pecuniary interest in a portion of the securities that were held by Neuro Line due to Bratton Capital Management's right to receive performance-based allocations and Bratton Capital Management and Mr. Bratton may have been deemed to have had a pecuniary interest in a portion of the securities that were 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 have been 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.
- 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"). Crestline Investors, Inc. ("Crestline") is the general partner of both Crestline SI and Crestline Management. Douglas K. Bratton is the sole director of Crestline. AKDL is ultimately controlled by Mr. Bratton and Mr. Bratton has voting and investment power over all securities held by AKDL. In addition, Crestline SI, Crestline and Mr. Bratton may be deemed to have a pecuniary interest in a portion of the securities held by AKDL through direct or indirect limited partner interests, including limited partner profit interests, and/or general partner interests in AKDL. Crestline SI, Crestline Management, Crestline and Mr. Bratton may each be deemed to beneficially own the securities held by AKDL.
- (Continued from footnote 4) 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:

[DOUGLAS K. BRATTON,](#)
[Name: /s/ Douglas K. Bratton](#) [12/23/2020](#)
[NEURO LINE PARTNERS,](#)
[L.P., By: Bratton Capital](#)
[Management, L.P., its general](#)
[partner, By: Bratton Capital,](#) [12/23/2020](#)
[Inc., its general partner, Name:](#)
[/s/ Douglas K. Bratton, Title:](#)
[Sole Director](#)
[BRATTON CAPITAL](#)
[MANAGEMENT, L.P., By:](#)
[Bratton Capital, Inc., its](#) [12/23/2020](#)
[general partner, Name: /s/](#)
[Douglas K. Bratton, Title:](#)
[Sole Director](#)
[BRATTON CAPITAL, INC.,](#)
[Name: /s/ Douglas K. Bratton,](#) [12/23/2020](#)
[Title: Sole Director](#)

** 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.
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.
Address: 201 Main Street, Suite 1900
Fort Worth, TX 76102
Date of Event Requiring Statement: 12/21/2020

Name: Bratton Capital Management, L.P.
Address: 201 Main Street, Suite 1900
Fort Worth, TX 76102
Date of Event Requiring Statement: 12/21/2020

Name: Bratton Capital, Inc.
Address: 201 Main Street, Suite 1900
Fort Worth, TX 76102
Date of Event Requiring Statement: 12/21/2020