(Street) SAN

(City)

(Last)

(Street) SAN

SUITE 595

FRANCISCO

FRANCISCO

 $\mathsf{C}\mathsf{A}$

(State)

(First)

CA

1. Name and Address of Reporting Person*

<u>venBio Global Strategic GP II, L.P.</u>

1700 OWENS STREET

94158

(Zip)

(Middle)

94158

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF	CHA	NGI

ENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden hours per response: 0.5

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

Derivative Conversion Date Execution Date, Transaction of Expiration Date Of Indirect Code (Instr. Derivative Of Expiration Date Of Indirect Code (Instr. Derivative Of Indire					Tiled			n 30(h) o								J-4						
Clasty (First) (Moiddle) 3. Date of Earliest Transaction (Month/Day/Year) Delow) Delow) Delow Delow Transaction Office of Control Cont					• ,										(Check all applicable) Director X 10% Owner							
Stan PRANCISCO CA 94158 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned L Title of Security (Instr. 3) Date (Month/Day/Year) Anount (Mon	1700 OV	VENS STR	,	,	fiddle)			` ,														
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction (Sp. or Beneficially (Month/Day/Year) 4. Securities Acquired (A) or Sposed of (D) (Instr. 3, 4 and 5) 5. Month (A) or Price (Month/Day/Year) 5. Month (A) or Price (Month/Day/Year) 5. Month (B) (Month/Day/Year) 5. Month (B) (Month/Day/Year) 6. Ownersing (Month/Day/Year) 7. Nature of Form: Direct (D) or (Instr. 4) 6. Ownersing (Month/Day/Year) 7. Nature of Securities (Month/Day/Year) 8. Sec Footmote(4) 8. Sec Footmote(4) 8. Sec Footmote(4) 8. Sec Footmote(4) 8. Price of Securities 9. Number of Securities 9. Number of Securities 9. Number of Date Securities 9. Number of Date Securities 1. Nature of Securities 1. Title of Securities 2. Title of Securities 3. Transaction Securities 3. Transaction Securities 3. Transaction Securities 3. Transaction Securities 4. Securities 5. Number of Securities 9. Number of Securities 1. Nature of Securities 1. Nature of Securities 1. Nature of Securities	SAN	ISCO C.	A	94	4158	4. If	Ame	endment, Date of Original Filed (Month/Day/Year)								Line)	Form filed by One Reporting Person Form filed by More than One Reporting					
2. Transaction Date (Month/Day/Year) (Mo	(City)	(S	tate)	(Z	ip)																	
Date (Month/Day/Year) Execution Date, (Month/Day/Year) Exercisable Date Expiration Date (Month/Day/Year) Exercisable Expiration Expiration Date (Month/Day/Year) Expiration Ex				Table	I - Non-Deriva	tive	Sec	urities	Acq	uire	ed,	Dis	oosed	of, o	Ben	eficiall	y Own	ed				
Code V	L. Title of Security (Instr. 3)			Date	Execution (on Date,	Tran Cod	Transaction Code (Instr.				Acquire (D) (Insi	cquired (A) or)) (Instr. 3, 4 and		Securiti Benefic Owned	ies For		: Direct r ect (I)	ndirect Beneficial Ownership		
Common Stock O7/02/2020 S									Cod	e \	v	Amo	ount		Price		Reporte Transac	ed ction(s)				
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Little of Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Little of Occurity (Month/Day/Year) (Month/Day	Common Stock			07/01/2020	1			S			108,064		D	\$34.4519 ⁽¹⁾		3,041,955			I			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Little of Conversion Date (e.g., puts, calls, warrants, options, calls and calls and calls and calls and	Common Stock			07/02/2020				S			3,	,800	D	\$33.633		3,038,155			I			
L. Title of Derivative Security Price of Perivative Security Secur	Common Stock 07/06/20				07/06/2020)			S	S		4	,603	D	D \$33.8304		1 ⁽³⁾ 3,033,552		I			
Derivative Conversion or Exercise Price of Derivative Security Instr. 3) Name and Address of Reporting Person* VenBio Global Strategic Fund II L.P. Execution Date (Month/Day/Year) Gode (Instr. 4) Tansaction Date (Month/Day/Year) Gode (Instr. 4) Gode (In				Tab													Owne	d				
L. Name and Address of Reporting Person* venBio Global Strategic Fund II L.P. (Last) (First) (Middle) 1700 OWENS STREET	Derivative Security	Conversion or Exercise Price of Derivative	Dat	Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year)		Am Se Un De Se	nount of curities derlying rivative curity (I	f Do So (II	erivative ecurity	derivative Securities Beneficially Owned Following Reported Transaction(s		Ownershi Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)									
venBio Global Strategic Fund II L.P. (Last) (First) (Middle) 1700 OWENS STREET						Code	v	(A)	(D)			ıble			or Nur of	nber						
1700 OWENS STREET				-	II L.P.																	
	1700 OV		-	-	(Middle)																	

(City)	(State)	(Zip)					
1. Name and Address of Reporting Person* venBio Global Strategic GP II, Ltd.							
(Last) 1700 OWENS ST SUITE 595	(First) REET	(Middle)					
(Street) SAN FRANCISCO	CA	94158					
(City)	(State)	(Zip)					
1. Name and Address Adelman Robe (Last) 1700 OWENS ST. SUITE 595	(Middle)						
(Street) SAN FRANCISCO	CA	94158					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person* GOODMAN COREY S							
(Last) (First) (Middle) 1700 OWENS STREET SUITE 595							
(Street) SAN FRANCISCO	CA	94158					
(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 \$33.50 to \$35.20, inclusive. The Reporting Persons undertake to provide to 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 purchased at each separate price within the range set forth herein.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.50 to \$33.79, inclusive. The Reporting Persons undertake to provide to 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 purchased at each separate price within the range set forth herein.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.50 to \$34.07, inclusive. The Reporting Persons undertake to provide to 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 purchased at each separate price within the range set forth herein.
- 4. These shares are held by venBio Global Strategic Fund II, L.P. venBio Global Strategic GP II, LP is the sole general partner of venBio Global Strategic Fund II, LP and venBio Global Strategic GP II, Ltd. is the sole general partner of venBio Global Strategic GP II, Ltd. Each of venBio Global Strategic GP II, Ltd., wr. Adelman and Mr. Goodman disclaims beneficial ownership of such securities, except to the extent of his/its indirect pecuniary interest therein.

venBio Global Strategic Fund II, L.P., by: venBio Global Strategic GP II, L.P., its general partner, by: venBio 07/06/2020 Global Strategic GP II, Ltd., its general partner, by: /s/ David Pezeshki, as attorneyin-fact venBio Global Strategic GP II, L.P., by: venBio Global Strategic GP II, Ltd., its 07/06/2020 general partner, by: /s/ David Pezeshki as attorney-in-fact venBio Global Strategic GP II, Ltd., by: /s/ David Pezeshki, 07/06/2020 as attorney-in-fact Robert Adelman, by: /s/ David 07/06/2020 Pezeshki, as attorney-in-fact Corey Goodman, by: /s/ David 07/06/2020 Pezeshki, as attorney-in-fact ** Signature of Reporting Person

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.