SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

1. Name and Address of Reporting Person [*] EcoR1 Capital, LLC				Issuer Name and Ti NAPTYSBIC			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
ECONT Capit	<u>lai, LLC</u>				-	-	X	Director	X 10	% Owner	
(Last) 357 TEHAMA	(First) STREET #3	(Middle	·/					Officer (give title below)		ner (specify ow)	
(Street)			4.	If Amendment, Date	e of Original Fi	led (Month/Day/Year)	6. Indiv Line)	idual or Joint/Grou	p Filing (Che	ck Applicable	
SAN FRANCISCO	CA	94103	3					Form filed by On Form filed by Mo Person			
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a		5. Amount of Securities Beneficially Owned Following	6. Ownersh Form: Direc (D) or Indire (I) (Instr. 4)	t of Indirect	

		(monalizedy) (car)	, ,					Reported	(1) (113(1) 4)	(Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	04/23/2021		Р		99,600 ⁽²⁾	A	\$23.537	7,251,224	Ι	See Note 1 ⁽¹⁾	
Common Stock	04/26/2021		Р		13,900 ⁽²⁾	A	\$23.8028	7,265,124	Ι	See Note 1 ⁽¹⁾	
Common Stock	04/27/2021		Р		33,800 ⁽²⁾	A	\$23.8192	7,298,924	Ι	See Note 1 ⁽¹⁾	

Tal			-	ired, Disposed of, options, convertib		-	ł
3. Transaction	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and	8. Price of	9. Number of

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)	Transaction Code (Instr. 8)				Expiration Date (Month/Day/Year) urities or posed D))			Expiration Date		Expiration Date Amount of I (Month/Day/Year) Securities S				Amount of Securities Underlying Derivative Security (Instr.			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	(A)	5) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares											

1. Name and Address of Reporting Person*

EcoR1 Capital, LLC

(Last)	(First)	(Middle)			
357 TEHAMA S	TREET #3				
(Street)					
SAN	СА	94103			
FRANCISCO	CA	54105			
(City)	(State)	(Zip)			
1. Name and Addres	s of Reporting Person [*]				
NODELMAN	<u>I OLEG</u>				
(Last)	(First)	(Middle)			
357 TEHAMA S	TREET #3				
(Street)					
SAN	СА	94103			
FRANCISCO					
(City)	(State)	(Zip)			

Explanation of Responses:

1. The filing persons (the "Filers") are EcoR1 Capital, LLC ("EcoR1"), Oleg Nodelman and EcoR1 Capital Fund Qualified, L.P. ("Qualified Fund"). EcoR1 is the investment adviser and general partner of private funds, including Qualified Fund (collectively, the "Funds"). Mr. Nodelman is the manager and controlling owner of EcoR1 and a director of the Issuer. EcoR1 is filing this Form 4 for itself, Mr. Nodelman and Qualified Fund. The Filers are filing this Form 4 jointly, but not as a group, and each expressly disclaims membership in a group within the meaning of Rule 13d-5(b) under the Securities Exchange Act of 1934, as amended. The Funds hold these securities directly for the benefit of their investors. EcoR1 indirectly beneficially owns them as the investment adviser to the Funds, and Mr. Nodelman indirectly beneficially owns them as the control person of EcoR1. The Filers disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein. 2. Qualified Fund purchased all of the securities described in this transaction.

<u>Oleg Nodelman, Individually</u> and as Manager of EcoR1 Capital, LLC

04/27/2021

** Signature of Reporting Person Date

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.