## SEC Form 4

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## FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

| l | OMB Number: 32           | 35-0287 |
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| l | Estimated average burden |         |
| l | hours per response:      | 0.5     |

| Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 |
|--|
| The pursuant to Section 10(a) of the Securities Exchange Act of 1554   |
| or Section 20(b) of the Investment Company Act of 1040                 |

|  |           |                  | 01 00       |  |                            |   |  |                            |                 |                   |  |  |
|--|-----------|------------------|-------------|--|----------------------------|---|--|----------------------------|-----------------|-------------------|--|--|
| 1. Name and Addres                         |           |                  |             | er Name <b>and</b> Ticke<br>Therapeutics | 0                          | ,   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                            |                 |                   |  |  |
|  |           | <u></u>          |             |  |                            |   |  | Director                   | 10%             | Owner             |  |  |
| (Last) (First) (Middle)<br>480 ARSENAL WAY |           |                  |             | e of Earliest Transa<br>5/2022           | ction (Month/I             | 9ay/Year)                                       |  | Officer (give title below) | Othe<br>belo    | er (specify<br>w) |  |  |
|  |           |                  | 4. If A     | mendment, Date of                        | Original Filed             | (Month/Dav/Year)                                | 6. Individual or Joint/Group Filing (Check Applicable                      |                            |                 |                   |  |  |
| (Street)                                   |           |                  |             |  | - · · g. · · · · · · · · · | (   | Line)  |                            | p ·             |                   |  |  |
| WATERTOWN                                  | МΔ        | 02472            |             |  |                            |   | X  | Form filed by On           | ne Reporting Pe | rson              |  |  |
|  | _         |                  |             |  |                            | Form filed by More than One Reporting<br>Person |  |                            |                 |                   |  |  |
| (City)                                     | (State)   | (Zip)            |             |  |                            |   |  |                            |                 |                   |  |  |
|  |           | Table I - Non-De | erivative S | Securities Acq                           | uired, Disp                | osed of, or Benefi                              | cially   | Owned                      |                 |                   |  |  |
| 1 Title of Security                        | (Instr 3) | 2. TI            | ransaction  | 2A. Deemed                               | 3.                         | 4. Securities Acquired (A                       | ) or   | 5. Amount of               | 6. Ownership    | 7. Nature         |  |  |

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | on Date, Transaction Dispose<br>Code (Instr. 5) |   | Disposed Of (D) (Instr. 3, 4 and |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|---|---|----------------------------------|---------------|-------|---|---|---|
|                                 |  |   | Code  | v | Amount                           | (A) or<br>(D) | Price | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                |   | (Instr. 4)  |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | n of E |     | Expiration D        | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                 | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |        | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--------|-----|---------------------|--|-----------------|--|--------|--|--|--|
|   |   |  |   | Code                         | v | (A)    | (D) | Date<br>Exercisable | Expiration<br>Date   | Title           | Amount<br>or<br>Number<br>of<br>Shares   |        |  |  |  |
| Stock<br>Option                                     | \$5.09  | 06/16/2022                                 |   | A                            |   | 7,250  |     | (1)                 | 06/15/2032   | Common<br>Stock | 7,250  | \$0.00 | 7,250  | D  |  |

Explanation of Responses:

1. This option vests and becomes exercisable on the earlier of (i) June 16, 2023 (the one-year anniversary of the date of grant) and (ii) the day immediately prior to the date of the Issuer's next annual meeting of stockholders occurring after the date of grant, in either case subject to the Non-Employee Director's continued service on the Board as a Non-Employee Director through such vesting date.

**Remarks:** 

## /s/ Jason Cavalier, Attorney-in-Fact for Michael Seth Altman 06/21/2022

\*\* 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.