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).

## 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

1. Name and Address of Nichtberger Ste	1 0			er Name <b>and</b> Ticker letta Bio, Inc.	0,	nbol	(Checl	ationship of Reporting ( all applicable) Director		
(Last) C/O CABALETTA	Cal   Steven   (First)   (First)   (Middle)   ETTA BIO, INC.   STREET, SUITE 600   HIA PA   (State)   (Zip)   Table I - Non-Derivative   ity (Instr. 3)	3. Date 10/19/	of Earliest Transac 2022	tion (Month/Da	y/Year)	X X	Officer (give title Other (specify below) President & CEO			
2929 ARCH STRE (Street) PHILADELPHIA	,	19104	4. If Am	endment, Date of C	Driginal Filed (M	lonth/Day/Year)	6. Indi X	vidual or Joint/Group Form filed by One Form filed by Mor	Reporting Perso	n
(City)										
		Table I - No	on-Derivative	Securities Acc	quired, Dis	oosed of, or Beneficia	lly Ov	vned		
Date			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	1 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	

								Transaction(s)		(Imate 4)	
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)	
Common Stock	10/19/2022		Р		8,127	Α	\$1.2492	986,483	D		
Common Stock								363,000	Ι	By 2017 Nichtberger Family Trust <sup>(1)</sup>	
Table II. Derivative Securities Accurical Disposed of an Dereficially Owned											

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

		(6.9.,	, puis,	cana	, wan	anto, c	puons, co		e securitie	.3)				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Ir 8)		5. Num Derivat Securit Acquir or Disp (D) (Ins and 5)	tive ties ed (A) bosed of	6. Date Exerc Expiration Da (Month/Day/)	ate	7. Title and A Securities U Derivative So (Instr. 3 and	nderlying ecurity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		

Explanation of Responses:

1. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose

## Remarks:

/s/ Michael Gerard, as Attorney-10/19/2022 in-Fact

\*\* 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.

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