

Conatus Pharmaceuticals Inc.
Form 3
February 02, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â RIPLEY DANIEL L.
(Last) (First) (Middle)

C/O CONATUS
PHARMACEUTICALS
INC.,Â 16745 WEST
BERNARDO DRIVE, SUITE
200

(Street)

SAN DIEGO,Â CAÂ 92127

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
01/26/2017

3. Issuer Name **and** Ticker or Trading Symbol
Conatus Pharmaceuticals Inc. [CNAT]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
SVP, Bus Dev, P&A Mgmt

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

27,701

I

See footnote. (1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date

3. Title and Amount of Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect Beneficial Ownership

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	(Month/Day/Year)		Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	Â (2)	03/06/2023	Common Stock	7,272	\$ 2.31	D	Â
Stock Option (Right to Buy)	Â (3)	02/06/2024	Common Stock	15,000	\$ 9.45	D	Â
Stock Option (Right to Buy)	Â (4)	10/01/2024	Common Stock	50,000	\$ 6.47	D	Â
Stock Option (Right to Buy)	Â (5)	02/03/2026	Common Stock	20,000	\$ 1.85	D	Â
Stock Option (Right to Buy)	Â (6)	02/03/2026	Common Stock	10,000	\$ 1.85	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RIPLEY DANIEL L. C/O CONATUS PHARMACEUTICALS INC. 16745 WEST BERNARDO DRIVE, SUITE 200 SAN DIEGO, CA 92127	Â	Â	Â SVP, Bus Dev, P&A Mgmt	Â

Signatures

/s/ Charles J. Cashion, Attorney-in-Fact for Daniel L. Ripley

02/02/2017

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

(1) Held by family trust of which the Reporting Person is a trustee.

The option was granted on March 7, 2013. 25% of the total number of shares of common stock subject to the option vested on March 7, 2014, and 1/48th of the total number of shares of common stock subject to the option vest monthly thereafter, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

The option was granted on February 7, 2014. 25% of the total number of shares of common stock subject to the option vested on February 7, 2015, and 1/48th of the total number of shares of common stock subject to the option vest monthly thereafter, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

The option was granted on October 2, 2014. 25% of the total number of shares of common stock subject to the option vested on October 2, 2015, and 1/48th of the total number of shares of common stock subject to the option vest monthly thereafter, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

(5) The option was granted on February 4, 2016. 25% of the total number of shares of common stock subject to the option will vest on February 4, 2017, and 1/48th of the total number of shares of common stock subject to the option will vest monthly thereafter, subject to

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the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

(6) Immediately exercisable.

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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