

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 or Section 30(h) of the Investment Company Act of 1940

| | | |
|--|--|--|
| 1. Name and Address of Reporting Person* <u>5AM Ventures IV, L.P.</u> <hr/> (Last) (First) (Middle) 501 2ND STREET, SUITE 350 <hr/> (Street) SAN FRANCISCO CA 94107 <hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Apra Therapeutics, Inc. [APRE]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) 06/11/2020 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 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 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-----------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 06/11/2020 | | S | | 235,200 | D | \$28.7527 | 1,938,549 | I ⁽¹⁾⁽²⁾ | See footnotes ⁽¹⁾⁽²⁾ |
| Common Stock | 06/11/2020 | | S | | 9,800 | D | \$28.7527 | 80,772 | I ⁽²⁾⁽³⁾ | See footnotes ⁽²⁾⁽³⁾ |
| Common Stock | | | | | | | | 333,333 | I ⁽⁴⁾⁽⁵⁾ | See footnotes ⁽⁴⁾⁽⁵⁾ |

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

| 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) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 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) | (D) | | | | | |

1. Name and Address of Reporting Person*
5AM Ventures IV, L.P.

 (Last) (First) (Middle)
 501 2ND STREET, SUITE 350

 (Street)
 SAN FRANCISCO CA 94107

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
5AM Co-Investors IV, L.P.

 (Last) (First) (Middle)
 501 2ND STREET, SUITE 350

 (Street)
 SAN FRANCISCO CA 94107

 (City) (State) (Zip)

1. Name and Address of Reporting Person*

[5AM Partners IV, LLC](#)

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)

SAN FRANCISCO CA 94107

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[DIEKMAN JOHN D](#)

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)

SAN FRANCISCO CA 94107

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Schwab Andrew J.](#)

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)

SAN FRANCISCO CA 94107

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[5AM Opportunities I, L.P.](#)

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)

SAN FRANCISCO CA 94107

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[5AM Opportunities I \(GP\), LLC](#)

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)

SAN FRANCISCO CA 94107

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[PARMAR KUSH](#)

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)

SAN FRANCISCO CA 94107

Explanation of Responses:

- 1. Shares are held directly by 5AM Ventures IV, L.P.
- 2. 5AM Partners IV, LLC is the sole general partner of each of 5AM Ventures IV, L.P. and 5AM Co-Investors IV, L.P. (collectively, the "5AM IV Funds"). Dr. John D. Diekman, Andrew J. Schwab and Dr. Scott M. Rocklage are managing members of 5AM Partners IV, LLC and may be deemed to have shared voting and investment power over the shares beneficially owned by the 5AM IV Funds. Each of 5AM Partners IV, LLC, Dr. Diekman, Mr. Schwab and Dr. Rocklage disclaims beneficial ownership of the shares of Common Stock and Preferred Stock held directly by the 5AM IV Funds, except to the extent of its or his pecuniary interest therein.
- 3. Shares are held directly by 5AM Co-Investors IV, L.P.
- 4. Shares are held directly by 5AM Opportunities I, L.P. ("Opportunities"), which is under common control with the 5AM IV Funds. The 5AM IV Funds and Opportunities expressly disclaim status as a "group" for purposes of this Form 4.
- 5. 5AM Opportunities I (GP), LLC ("Opportunities GP") is the sole general partner of Opportunities. Andrew J. Schwab and Dr. Kush Parmar are managing members of Opportunities GP and may be deemed to have shared voting and investment power over the shares beneficially owned by Opportunities. Each of Opportunities GP, Mr. Schwab and Dr. Parmar disclaims beneficial ownership of the shares of Common Stock held directly by Opportunities, except to the extent of its or his pecuniary interest therein.

Remarks:

| | |
|--|-------------------|
| <u>/s/ Andrew J. Schwab,</u> <u>Managing Member of 5AM</u> <u>Partners IV, LLC the General</u> <u>Partner of 5AM Ventures IV,</u> <u>L.P.</u> | <u>06/15/2020</u> |
| <u>/s/ Scott M. Rocklage,</u> <u>Managing Member of 5AM</u> <u>Partners IV, LLC, the General</u> <u>Partner of 5AM Co-Investors</u> <u>IV, L.P.</u> | <u>06/15/2020</u> |
| <u>/s/ Scott M. Rocklage,</u> <u>Managing Member of 5AM</u> <u>Partners IV, LLC</u> | <u>06/15/2020</u> |
| <u>/s/ John D. Diekman</u> | <u>06/15/2020</u> |
| <u>/s/ Andrew J. Schwab</u> | <u>06/15/2020</u> |
| <u>/s/ Kush Parmar, Managing</u> <u>Member of 5AM</u> <u>Opportunities I (GP), LLC,</u> <u>the General Partner of 5AM</u> <u>Opportunities I, L.P.</u> | <u>06/15/2020</u> |
| <u>/s/ Kush Parmar, Managing</u> <u>Member of 5AM</u> <u>Opportunities I (GP), LLC</u> | <u>06/15/2020</u> |
| <u>/s/ Kush Parmar</u> | <u>06/15/2020</u> |

** 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.