SEC Form 4

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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

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1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol Corvus Pharmaceuticals, Inc. [CRVS]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>Thompson Peter A.</u>			,,,,,,,,,,,,,,,,,,,,,,,,,_,	X	Director	Х	10% Owner		
(Last) (First) C/O CORVUS PHARM	US PHARMACE	· · · · · · · · · · · · · · · · · · ·	3. Date of Earliest Transaction (Month/Day/Year) 06/08/2017		Officer (give title below)		Other (specify below)		
863 MITTEN ROAD, SUITE 102		102	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				X	Form filed by One	Repor	ting Person		
BURLING	AME CA	94010			Form filed by More Person	than	One Reporting		
(City)	(State)	(Zip)							

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)		Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5)			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, \$0.0001 par value								5,379,349	Ι	See Footnotes ⁽¹⁾⁽²⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 10. 11. Nature Expiration Date (Month/Day/Year) Ownership Derivative Security of Securities Underlying Derivative Security of Indirect Beneficial Conversion Dat Execution Date, Transaction derivative Securities or Exercise (Month/Day/Year) if any Code (Instr. Derivative Form: (Instr. 3) Price of (Month/Dav/Year) 8) Securities Derivative Security (Instr. 5) Beneficially Direct (D) Ownership Derivative Acquired (Instr. 3 and 4) Owned Indirect (Instr. 4) Security (A) or Following (I) (Instr. 4) Disposed of (D) (Instr Reported Transaction(s) 3. 4 and 5) (Instr. 4) Amount Numbe Date Expiration of Exercisable Code v (A) (D) Date Title Shares Stock Option Commor **D**⁽⁴⁾ \$9.7 06/08/2017 А 15 000 (3) 06/08/2027 15,000 \$0.00 15 000 Stock (Right to Buy)

Explanation of Responses:

1. These securities are held of record by OrbiMed Private Investments V, LP ("OPI V"). OrbiMed Capital GP V LLC ("GP V") is the sole general partner of OPI V, and OrbiMed Advisors LLC ("Advisors"), a registered adviser under the Investment Advisers Act of 1940, as amended, is the sole managing member of GP V. Samuel D. Isaly ("Isaly"), a natural person, is the managing member of, and holder of a controlling interest in, Advisors. By virtue of such relationships, GP V, Advisors and Isaly may be deemed to have voting and investment power with respect to the securities held by OPI V noted above and as a result may be deemed to have beneficial ownership over such securities. The Reporting Person is an employee of Advisors.

2. Each of GP V, Advisors, Isaly and the Reporting Person disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), except to the extent of its or his pecuniary interest therein, if any. This report shall not be deemed an admission that any such entity or person is a beneficial owner of such securities for the purpose of Section 16 of the Exchange Act, or for any other purpose.

3. The underlying shares subject to the option vest and become exercisable as to 100% of the total number of shares subject to the option on the earlier of (i) the first anniversary of the grant date or (ii) the date of the 2018 Annual Meeting of the Issuer's stockholders, assuming continuous service as a director until such vesting date.

4. The Reporting Person is an employee of OrbiMed Advisors LLC ("Advisors") and is obligated to transfer any shares issued pursuant to any equity grants made to him by the Issuer, or the economic benefits thereof, to Advisors and certain of its related entities. As such, the Reporting Person disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), except to the extent of his pecuniary interest therein, if any. This report shall not be deemed an admission that the Reporting Person is a beneficial owner for the purpose of Section 16 of the Exchange Act, or for any other purpose.

Remarks:

<u>/s/ Leiv Lea, as Attorney-in-</u> Fact for Peter A. Thompson

06/09/2017

Date

** Signature of Reporting Person

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.