

Parlati Francesco
Form 3/A
March 06, 2018

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 Parlati Francesco (Last) (First) (Middle) C/O CALITHERA BIOSCIENCES, INC.,Â 343 OYSTER POINT BLVD. #200 (Street) SOUTH SAN FRANCISCO,Â CAÂ 94080 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/01/2017	3. Issuer Name and Ticker or Trading Symbol Calithera Biosciences, Inc. [CALA]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☐ Director ☐ 10% Owner ☒ Officer ☐ Other (give title below) (specify below) VP, RESEARCH	5. If Amendment, Date Original Filed(Month/Day/Year) 01/06/2017	6. Individual or Joint/Group Filing(Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person
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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	20,349 ⁽¹⁾	D	Â

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 (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
STOCK OPTION (RIGHT TO BUY)	Â <u>(2)</u>	05/22/2023	COMMON STOCK	1,979	\$ 0.96	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(3)</u>	05/22/2023	COMMON STOCK	3,116	\$ 0.96	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(4)</u>	12/16/2023	COMMON STOCK	6,246	\$ 2.64	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(5)</u>	09/08/2024	COMMON STOCK	5,688	\$ 7.2	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(6)</u>	02/10/2025	COMMON STOCK	7,000	\$ 16.4	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(7)</u>	01/18/2026	COMMON STOCK	12,000	\$ 4.71	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(8)</u>	11/28/2026	COMMON STOCK	25,000	\$ 3.35	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Parlati Francesco C/O CALITHERA BIOSCIENCES, INC. 343 OYSTER POINT BLVD. #200 SOUTH SAN FRANCISCO, CA 94080	Â	Â	Â VP, RESEARCH	Â	

Signatures

/s/ Francesco Parlati, Name: Francesco
Parlati 03/06/2018

__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) 7,967 shares were omitted from the Reporting Person's original Form 3, and also were omitted from one Form 4 filed by the Reporting Person after his original Form 3 was filed.
- (2) One-forty-eighth (1/48th) of the Option vests in equal monthly installments beginning November 15, 2012. The Option shall be subject to accelerated vesting as set forth in the optionee's employment agreement with the Company.
- (3) One- forty-eighth (1/48th) of the Option vests in equal monthly installments one month after May 23, 2013. The Option shall be subject to accelerated vesting as set forth in the optionee's employment agreement with the Company.
- (4) One-forty-eighth (1/48th) of the Option vests in equal monthly installments one month after December 17, 2013. The Option shall be subject to accelerated vesting as set forth in the optionee's employment agreement with the Company.
- (5)

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One-forty-eighth (1/48th) of the Option vests in equal monthly installments one month after September 9, 2014. The Option shall be subject to accelerated vesting as set forth in the optionee's employment agreement with the Company.

- (6) One-fourth (1/4th) of the Option vests one year after February 11, 2015; the balance of the Option vests in a series of thirty-six (36) successive equal monthly installments thereafter. The Option shall be subject to accelerated vesting as set forth in the optionee's employment agreement with the Company.

- (7) One-fourth (1/4th) of the Option vests one year after January 19, 2016; the balance of the Option vests in a series of thirty-six (36) successive equal monthly installments thereafter. The Option shall be subject to accelerated vesting as set forth in the optionee's employment agreement with the Company.

- (8) One-fourth (1/4th) of the Option vests one year after November 29, 2016; the balance of the Option vests in a series of thirty-six (36) successive equal monthly installments thereafter. The Option shall be subject to accelerated vesting as set forth in the optionee's employment agreement with the Company.

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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