

VITAL THERAPIES INC
Form 3/A
August 29, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Satter Muneer A</p> <p>(Last) (First) (Middle)</p> <p>C/O VITAL THERAPIES, INC.,Â 15010 AVENUE OF SCIENCE, SUITE 200</p> <p>(Street)</p> <p>SAN DIEGO,Â CAÂ 92128</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/16/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>VITAL THERAPIES INC [VTL]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>04/16/2014</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
---	---	--	--	---	---

Table I - Non-Derivative Securities Beneficially Owned

<p>1. Title of Security (Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned (Instr. 4)</p>	<p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
--	--	---	--

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

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

<p>1. Title of Derivative Security (Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title Amount or Number of</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security: Direct (D)</p>	<p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
---	--	--	---	---	--

Edgar Filing: VITAL THERAPIES INC - Form 3/A

				Shares		or Indirect (I) (Instr. 5)	
Common Stock Warrant (right to buy)	02/02/2012	11/20/2016	Common Stock	4,477	\$ 147.91	I	See Footnotes <u>(1)</u> <u>(2)</u>
Common Stock Warrant (right to buy)	02/02/2012	09/25/2019	Common Stock	122,172	\$ 92.99	I	See Footnotes <u>(1)</u> <u>(3)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Satter Muneer A C/O VITAL THERAPIES, INC. 15010 AVENUE OF SCIENCE, SUITE 200 SAN DIEGO, CA 92128	Â X	Â X	Â	Â

Signatures

/s/ Robert M. Hayward, P.C. by Power of Attorney 08/29/2014

__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).

This amendment is not being filed by the reporting person to report the acquisition or disposition of any securities, but rather to correct immaterial errors in the original Form 3 filed in April 2014. The original Form 3 included a line item for 1,153 shares of common stock subject to a warrant that actually expired prior to the date of the original Form 3. Accordingly, the corresponding line item and related footnote in the Form 3 is hereby deleted. In addition, the line items for the other warrants in the original Form 3 should have reflected 4,477 shares of common stock instead of 4,654 shares and 122,172 shares of common stock instead of 120,841 shares. Accordingly, the line items and related footnotes for those warrants have been restated in their entirety to reflect such changes. All Form 4s filed by the reporting person after his original Form 3 were correct and are not impacted by these amendments.

(2) Includes (a) warrants to acquire 2,339 shares of common stock that are held by the Muneer A. Satter Revocable Trust for which the Reporting Person serves as trustee and, in such capacity, has sole voting and dispositive power over all such shares and (b) warrants to acquire 2,138 shares of common stock that are held by various trusts and other entities for which the Reporting Person serves as trustee, investment advisor or manager, and in such capacity, has the sole power to exercise such warrants and sole voting and dispositive power over all shares underlying such warrants. The Reporting Person disclaims beneficial ownership of all warrants and shares underlying such warrants included in clause (b) of this footnote 2, except to the extent of his pecuniary interest.

(3) Includes (a) warrants to acquire 60,639 shares of common stock that are held by the Muneer A. Satter Revocable Trust for which the Reporting Person serves as trustee and, in such capacity, has sole voting and dispositive power over all such shares and (b) warrants to acquire 61,533 shares of common stock that are held by various trusts and other entities for which the Reporting Person serves as trustee, investment advisor or manager, and in such capacity, has the sole power to exercise such warrants and sole voting and dispositive power over all shares underlying such warrants. The Reporting Person disclaims beneficial ownership of all warrants and shares underlying such warrants included in clause (b) of this footnote 3, except to the extent of his pecuniary interest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.