

Calithera Biosciences, Inc.
 Form 3
 January 06, 2017

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 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>Wong Stephanie</p> <p>(Last) (First) (Middle)</p> <p>C/O CALITHERA BIOSCIENCES, INC., 343 OYSTER POINT BLVD. #200</p> <p>(Street)</p> <p>SOUTH SAN FRANCISCO, CA 94080</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2017</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Calithera Biosciences, Inc. [CALA]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP, FINANCE</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</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

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	14,102	I	By Trust ⁽¹⁾

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)

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)
---	---	--	---	---	--

Edgar Filing: Calithera Biosciences, Inc. - Form 3

	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>	03/31/2024	COMMON STOCK	33,284	\$ 2.64	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(3)</u>	09/08/2024	COMMON STOCK	8,433	\$ 7.2	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(4)</u>	02/10/2025	COMMON STOCK	25,000	\$ 16.4	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(5)</u>	01/18/2026	COMMON STOCK	32,500	\$ 4.71	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(6)</u>	11/28/2026	COMMON STOCK	25,000	\$ 3.35	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(7)</u>	12/27/2026	COMMON STOCK	25,000	\$ 3.15	D	Â

Reporting Owners

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

Signatures

/s/ Stephanie Wong, Name: Stephanie Wong	01/06/2017
**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) Shares are held by the Wong Family Trust, of which the Reporting Person is a Trustee.
 - (2) One-forty-eighth (1/48th) of the Option vests in equal monthly installments one month after April 1, 2014. 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 September 9, 2014. The Option shall be subject to accelerated vesting as set forth in the optionee's employment agreement with the Company.
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.
 - (4) 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.
 - (5) 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.

Edgar Filing: Calithera Biosciences, Inc. - Form 3

(6) 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.

(7) One-fourth (1/4th) of the Option vests one year after December 28, 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. 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.