

Calithera Biosciences, Inc.

Form 3

January 06, 2017

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)

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 Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

VP, RESEARCH

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person

C/O CALITHERA

BIOSCIENCES, INC.,Â 343

OYSTER POINT BLVD. #200

(Street)

SOUTH SAN

FRANCISCO,Â CAÂ 94080

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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

12,382

D

Â

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
Derivative5. 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>(1)</u>	05/22/2023	COMMON STOCK	1,979	\$ 0.96	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(2)</u>	05/22/2023	COMMON STOCK	3,116	\$ 0.96	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(3)</u>	12/16/2023	COMMON STOCK	6,246	\$ 2.64	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(4)</u>	09/08/2024	COMMON STOCK	5,688	\$ 7.2	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(5)</u>	02/10/2025	COMMON STOCK	7,000	\$ 16.4	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(6)</u>	01/18/2026	COMMON STOCK	12,000	\$ 4.71	D	Â
STOCK OPTION (RIGHT TO BUY)	Â <u>(7)</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 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) 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.
- (2) 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.
- (3) 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.
- (4) 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.
- (5)

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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.

- (6) 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.

- (7) 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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