

Calithera Biosciences, Inc.
Form 3
October 01, 2014

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â PAKIANATHAN DEEPIKA		(Month/Day/Year)	Calithera Biosciences, Inc. [CALA]	
(Last)	(First)	(Middle)	10/01/2014	
C/O DELPHI VENTURES,Â 3000 SAND HILL ROAD, BLDG. 1, SUITE 135			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
MENLO PARK,Â CAÂ 94025			<input checked="" type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

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)
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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)	
Series A Preferred Stock	Â (1)	Â (1)	Common Stock	6,808	\$ (1)	I	Delphi Ventures VIII, L.P. (2)
Series A Preferred Stock	Â (1)	Â (1)	Common Stock	66	\$ (1)	I	Delphi BioInvestments VIII, L.P. (2)
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	415,128	\$ (1)	I	Delphi Ventures VIII, L.P. (2)
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	4,053	\$ (1)	I	Delphi BioInvestments VIII, L.P. (2)
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	740,312	\$ (1)	I	Delphi Ventures VIII, L.P. (2)
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	7,228	\$ (1)	I	Delphi BioInvestments VIII, L.P. (2)
Series D Preferred Stock	Â (1)	Â (1)	Common Stock	745,825	\$ (1)	I	Delphi Ventures VIII, L.P. (2)
Series D Preferred Stock	Â (1)	Â (1)	Common Stock	7,282	\$ (1)	I	Delphi BioInvestments VIII, L.P. (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PAKIANATHAN DEEPIKA C/O DELPHI VENTURES 3000 SAND HILL ROAD, BLDG. 1, SUITE 135 MENLO PARK, CA 94025	Â X	Â X	Â	Â

Signatures

By: /s/ Matthew T. Potter, Name: Matthew T. Potter, Attorney-in-Fact for Deepika R. Pakianathan, Ph.D.

10/01/2014

**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).

(1) The preferred stock is convertible at any time, at the holder's election, and has no expiration date. The preferred stock will automatically convert into common stock on a 1-to-1 basis upon closing of the initial public offering of the issuer.

(2)

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The securities are directly held as follows: 1,908,073 shares by Delphi Ventures VIII, L.P. ("DV VIII") and 18,629 shares held by Delphi BioInvestments VIII, L.P. ("DBI VIII" and together with DV VIII, the "Delphi VIII Funds"). Delphi Management Partners VIII, L.L.C. ("DMP VIII") is the general partner of each of DV VIII and DBI VIII and may be deemed to have sole voting and dispositive power over the securities held by the Delphi VIII Funds. The Reporting Person is a managing member of DMP VIII and may be deemed to share voting and dispositive power over the securities held by the Delphi VIII Funds. The Reporting Person disclaims beneficial ownership of the securities held by Delphi VIII Funds, except to the extent of any pecuniary interest therein.

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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