

Conatus Pharmaceuticals Inc
 Form 4
 August 01, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
HALE DAVID F

(Last) (First) (Middle)

C/O CONATUS
 PHARMACEUTICALS INC., 4365
 EXECUTIVE DRIVE, SUITE 200

(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Conatus Pharmaceuticals Inc [CNAT]

3. Date of Earliest Transaction
 (Month/Day/Year)
07/30/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	07/30/2013		C ⁽¹⁾	19,679 A	140,890	I	See footnote ⁽²⁾
Common Stock	07/30/2013		J ⁽³⁾	261 A \$ 11	141,151	I	See footnote ⁽⁴⁾
Common Stock	07/30/2013		P	2,588 A \$ 11	143,739	I	See footnote ⁽⁵⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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- (4) Represents 129,030 shares held by Hale BioPharma Ventures, LLC and 12,121 shares held by Hale Trading Company, LP. Mr. Hale holds sole voting and investment power with respect to the shares held by these entities.
- (5) Represents 131,618 shares held by Hale BioPharma Ventures, LLC and 12,121 shares held by Hale Trading Company, LP. Mr. Hale holds sole voting and investment power with respect to the shares held by these entities.
- (6) Held by Hale BioPharma Ventures, LLC of which Mr. Hale serves as CEO. Mr. Hale holds sole voting and investment power with respect to the securities held by that entity.

- The shares subject to this option become exercisable as they vest. One-third of the total number of shares subject to this option vests and
- (7) becomes exercisable on each anniversary of the grant date, so that the entire number of shares subject to this option becomes fully vested and exercisable on the third anniversary of the grant date.

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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