

Giaccia Amato
Form 4
October 16, 2018

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Giaccia Amato

(Last) (First) (Middle)

C/O ARAVIVE,
INC., LYONDELLBASEL TOWER,
1221 MCKINNEY ST.

(Street)

HOUSTON, TX 77010

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Aravive, Inc. [ARAV]

3. Date of Earliest Transaction
(Month/Day/Year)
10/12/2018

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/12/2018		A		941,880	A	11 941,880

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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SEC 1474
(9-02)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 0.06	10/12/2018		A		8,055		<u>(2)</u>	04/25/2021	Common Stock	8,055
Stock Option (Right to Buy)	\$ 0.06	10/12/2018		A		4,028		<u>(3)</u>	04/25/2021	Common Stock	4,028
Stock Option (Right to Buy)	\$ 0.06	10/12/2018		A		12,350		<u>(4)</u>	11/14/2022	Common Stock	12,350
Stock Option (Right to Buy)	\$ 0.24	10/12/2018		A		38,761		<u>(5)</u>	09/30/2024	Common Stock	38,761
Stock Option (Right to Buy)	\$ 0.24	10/12/2018		A		9,120		<u>(6)</u>	12/31/2024	Common Stock	9,120
Stock Option (Right to Buy)	\$ 0.24	10/12/2018		A		9,120		<u>(7)</u>	03/31/2025	Common Stock	9,120
Stock Option (Right to Buy)	\$ 0.24	10/12/2018		A		9,120		<u>(8)</u>	06/30/2025	Common Stock	9,120
Stock Option (Right to Buy)	\$ 0.24	10/12/2018		A		26,813		<u>(9)</u>	06/30/2025	Common Stock	26,813
Stock Option (Right to Buy)	\$ 0.24	10/12/2018		A		9,120		<u>(10)</u>	09/30/2025	Common Stock	9,120

Stock Option (Right to Buy)	\$ 0.24	10/12/2018	A	9,120	<u>(11)</u>	12/31/2025	Common Stock	9,120
Stock Option (Right to Buy)	\$ 0.24	10/12/2018	A	9,120	<u>(12)</u>	03/31/2026	Common Stock	9,120
Stock Option (Right to Buy)	\$ 0.66	10/12/2018	A	38,001	<u>(13)</u>	06/14/2027	Common Stock	38,001
Stock Option (Right to Buy)	\$ 0.9	10/12/2018	A	19,000	<u>(14)</u>	12/14/2027	Common Stock	19,000
Stock Option (Right to Buy)	\$ 0.9	10/12/2018	A	19,000	<u>(15)</u>	03/20/2028	Common Stock	19,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Giaccia Amato C/O ARAVIVE, INC. LYONDELLBASEL TOWER, 1221 MCKINNEY ST. HOUSTON, TX 77010	X	X		

Signatures

/s/ Kevin Haas,
Attorney-in-fact

10/16/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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 of common stock of the corporation known as Aravive Biologics, Inc. ("Aravive") were converted into shares of the Issuer pursuant to that certain Agreement and Plan of Merger and Reorganization, dated as of June 3, 2018, by and among the Issuer, Velo Merger Sub, Inc. and Aravive (the "Merger Agreement"). Pursuant to the terms of the Merger Agreement, each share of Aravive common stock was exchanged for 2.2801 shares of the Issuer's common stock, subject to adjustment for any reverse stock split. Following the merger, the Issuer effected a reverse stock split at a ratio of one new share for every six shares of Issuer common stock outstanding and the Issuer changed its name to Aravive, Inc. All share and option numbers reflect the reverse stock split.
- (2) On April 26, 2011, Reporting Person was granted an option to purchase 21,199 shares of the common stock of Aravive at an exercise price of \$0.02 per share. Pursuant to the Merger Agreement, this option was converted into an option to purchase 8,055 shares of Issuer

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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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