SEC Form 4
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-02									
Estimated average burden									
hours per response:	0.5								

See

footnote<sup>(2)</sup>

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Instruction 1(b).	Filed p	oursuant to Section 16(a or Section 30(h) of the				934		rs per response				
1. Name and Address of Reporting Person <sup>*</sup> Grunberg Gregory	2. Issuer Name <b>and</b> Tio <u>89bio, Inc.</u> [ ETI	-	Tradin <u></u>	g Symbol		lationship of Report ck all applicable) Director Officer (give title	X 10	) to Issuer % Owner her (specify				
(Last) (First) (Mic C/O 89BIO, INC. 142 SANSOME STREET, 2ND FLOO	,	3. Date of Earliest Tran 07/10/2020	saction	(Mont	h/Day/Year)			below)		low)		
	4. If Amendment, Date	of Origi	nal Fil	ed (Month/Day	6. Inc Line)	6. Individual or Joint/Group Filing (Check Applicable						
(Street) SAN CA 941 FRANCISCO	)4						X	Form filed by O Form filed by M Person				
(City) (State) (Zip												
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3) 2. 7 Da (Mo		n 2A. Deemed Execution Date, if any (Month/Day/Year) 2000 Code (Instant)		Instr.	4. Securities A Disposed Of (1 5) Amount			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4)	Indirect		

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

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109,090(1)

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. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7. Titl Amou Secur Under Deriv Secur 3 and	int of ities rlying ative ity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

## Explanation of Responses:

Common Stock

1. On July 10, 2020, Longitude Venture Partners III, L.P. ("Longitude Venture III") purchased 109,090 shares of the Issuer's common stock at a price of \$27.50 per share in the Issuer's follow-on public offering.

2. These shares are held directly by Longitude Venture III. Longitude Capital Partners III, LLC ("Longitude Capital III") is the general partner of Longitude Venture III. The Reporting Person is a member of Longitude Capital III and may be deemed to share voting, investment and dispositive power with respect to these securities. The Reporting Person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of his pecuniary interests therein.

## **Remarks:**

/s/ Gregory Grunberg

07/14/2020

\*\* Signature of Reporting Person Date

\$27.5

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2,600,877

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

\* 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).

07/10/2020

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See