SEC Form 4	
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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL

										
OMB Number: 3235-0287										
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Instruction 1(b)).		Filed pursuant to Section 16(a) of the Securities Exchange Act of 193 or Section 30(h) of the Investment Company Act of 1940	4						
1. Name and Address of Reporting Person [*] Le-Nguyen Quoc		g Person [*]	2. Issuer Name and Ticker or Trading Symbol 89bio, Inc. [ETNB]		tionship of Reporting Pe all applicable) Director	10% Owner				
(Last) C/O 89BIO, IN	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/31/2023	X	Officer (give title below) See Rema	Other (specify below) rks				
142 SANSOME STREET, 2ND FLOOR		2ND FLOOR	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	vidual or Joint/Group Filing (Check Applicable					
(Street) SAN FRANCISCO	СА	94104		X	Form filed by One Re Form filed by More the Person	, ,				
FRANCISCO			Rule 10b5-1(c) Transaction Indication							
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							
		Table I - Non-De	erivative Securities Acquired. Disposed of, or Bene	ficially	Owned					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)						5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	03/31/2023		A		8,333(1)	A	\$0.00	99,512	D	
Common Stock	03/31/2023		F		2,882 ⁽²⁾	D	\$15.23	96,630	D	
Common Stock	03/31/2023		A		3,750 ⁽³⁾	A	\$0.00	100,380	D	
Common Stock	03/31/2023		F		1,297(2)	D	\$15.23	99,083	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts,	calls,	warrants	s, options,	convertib	le securit	ies)
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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. Transa Code (8)		5. Number of 6. Date Exercisable Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		on Date Amount of			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:

1. Represents settlement by the Issuer of performance-based restricted stock units ("RSUs") granted to the Reporting Person under the Company's Amended and Restated 2019 Equity Incentive Plan (the "Plan") on February 17, 2022, which vested based on the Issuer's achievement of corporate performance objectives.

2. These shares were withheld from the vesting of a performance-based RSU award to cover the estimated tax withholding obligation.

3. Represents settlement by the Issuer of performance-based RSUs granted to the Reporting Person under the Plan on February 17, 2022, which vested based on the Issuer's achievement of department performance objectives.

Remarks:

Chief Technical Operations Officer and Head of Quality

<u>/s/ Ryan A. Murr, as attorney-</u> <u>in-fact for Quoc Le-Nguyen</u> <u>0</u>

04/04/2023

** Signature of Reporting Person Date

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).

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.