SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL

	OMB Number:	3235-0287										
	Estimated average burden											
l	hours per response:	0.5										

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

	of Section So(n) of the investment company Act of 1340						
1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol Shockwave Medical, Inc. [SWAV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Cahill Colin	,,,,,,,	X Director 10% Owner					
(Last) (First) (Middle) C/O SHOCKWAVE MEDICAL, INC.	3. Date of Earliest Transaction (Month/Day/Year) 05/17/2021	Officer (give title Other (specify below) below)					
5403 BETSY ROSS DRIVE	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) SANTA CLARA CA 95054		X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip)							

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		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	05/17/2021		M ⁽¹⁾		5,793	Α	\$17	8,494	D	
Common Stock	05/17/2021		S		634	D	\$157.38	7,860	D	
Common Stock	05/17/2021		J ⁽¹⁾		5,159	D	\$ <mark>0</mark>	2,701	D	

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. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	oosed D) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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				
Stock Options (Right to Buy)	\$17	05/17/2021		М			5,793	(2)	03/06/2029	Common Stock	5,793	\$0	5,795	D	

Explanation of Responses:

1. The shares being transferred were acquired upon exercise of an option that was granted by the issuer to the reporting person, but which the reporting person holds for the benefit of VR Management, LLC. At the time of the grant of the option, the reporting person was a vice president of Venrock. Under the terms of the reporting person's employment agreement with Venrock, the reporting person is deemed to hold the option and any shares acquired thereunder for the exclusive benefit of VR Management, LLC and may vote or dispose of the shares acquired under this option only as directed by VR Management, LLC. The transfer reported here is a transfer to VR Management, LLC under the terms of that employment agreement. Each of the reporting person and VR Management, LLC disclaims beneficial ownership of the option and the shares acquired thereunder except to the extent of his or its pecuniary interest therein.

2. 1/3rd of the options vest each year beginning on March 11, 2020 until 100% of the options have vested.

/s/ Trinh Phung, as attorney-infact for Colin Cahill 05/18/2021

** Signature of Reporting Person Date

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

 \ast 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.