

Calithera Biosciences, Inc.

Form 3

October 01, 2014

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Â PAKIANATHAN DEEPIKA

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/01/2014

3. Issuer Name **and** Ticker or Trading Symbol
Calithera Biosciences, Inc. [CALA]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)C/O DELPHI
VENTURES,Â 3000 SAND
HILL ROAD, BLDG. 1, SUITE
135

(Street)

MENLO PARK,Â CAÂ 94025

(City)

(State)

(Zip)

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A Preferred Stock	Â (1)	Â (1)	Common Stock	6,808	\$ (1)	I	Delphi Ventures VIII, L.P. (2)
Series A Preferred Stock	Â (1)	Â (1)	Common Stock	66	\$ (1)	I	Delphi BioInvestments VIII, L.P. (2)
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	415,128	\$ (1)	I	Delphi Ventures VIII, L.P. (2)
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	4,053	\$ (1)	I	Delphi BioInvestments VIII, L.P. (2)
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	740,312	\$ (1)	I	Delphi Ventures VIII, L.P. (2)
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	7,228	\$ (1)	I	Delphi BioInvestments VIII, L.P. (2)
Series D Preferred Stock	Â (1)	Â (1)	Common Stock	745,825	\$ (1)	I	Delphi Ventures VIII, L.P. (2)
Series D Preferred Stock	Â (1)	Â (1)	Common Stock	7,282	\$ (1)	I	Delphi BioInvestments VIII, L.P. (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PAKIANATHAN DEEPIKA C/O DELPHI VENTURES 3000 SAND HILL ROAD, BLDG. 1, SUITE 135 MENLO PARK, CA 94025	Â X	Â X	Â	Â

Signatures

By: /s/ Matthew T. Potter, Name: Matthew T. Potter, Attorney-in-Fact for Deepika R. Pakianathan, Ph.D.

10/01/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) The preferred stock is convertible at any time, at the holder's election, and has no expiration date. The preferred stock will automatically convert into common stock on a 1-to-1 basis upon closing of the initial public offering of the issuer.

(2)

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The securities are directly held as follows: 1,908,073 shares by Delphi Ventures VIII, L.P. ("DV VIII") and 18,629 shares held by Delphi BioInvestments VIII, L.P. ("DBI VIII" and together with DV VIII, the "Delphi VIII Funds"). Delphi Management Partners VIII, L.L.C. ("DMP VIII") is the general partner of each of DV VIII and DBI VIII and may be deemed to have sole voting and dispositive power over the securities held by the Delphi VIII Funds. The Reporting Person is a managing member of DMP VIII and may be deemed to share voting and dispositive power over the securities held by the Delphi VIII Funds. The Reporting Person disclaims beneficial ownership of the securities held by Delphi VIII Funds, except to the extent of any pecuniary interest therein.

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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