Mast Therapeutics, Inc.

Form 3

January 22, 2016

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

OMB APPROVAL

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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 *

Hood Shana

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

01/19/2016

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

3611 VALLEY CENTRE

DRIVE, SUITE 500

(Street)

Mast Therapeutics, Inc. [MSTX]

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

(Check all applicable)

General Counsel & VP

Director _X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

SAN DIEGO, CAÂ 92130

(City) (State)

1. Title of Security

(Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

(I) (Instr. 5)

Ownership Form:

Direct (D) or Indirect 4. Nature of Indirect Beneficial

Ownership (Instr. 5)

SEC 1473 (7-02)

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

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

Title

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 Price of

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership

or Exercise (Instr. 5)

Date Expiration Exercisable Date

Amount or Number of Shares

Derivative Security

Direct (D) or Indirect (I)

1

| | | | | | (Instr. 5) | |
|------|--|--|---|--|---|--|
| (1) | 01/04/2026 | Common Stock | 409,000 | \$ 0.42 | D | Â |
| (2) | 06/11/2025 | Common Stock | 215,800 | \$ 0.5 | D | Â |
| (3) | 01/02/2025 | Common Stock | 176,500 | \$ 0.58 | D | Â |
| (4) | 06/19/2024 | Common Stock | 93,650 | \$ 0.65 | D | Â |
| (5) | 01/02/2024 | Common Stock | 25,600 | \$ 0.47 | D | Â |
| (6) | 06/19/2023 | Common Stock | 95,500 | \$ 0.5 | D | Â |
| (7) | 01/02/2023 | Common Stock | 22,400 | \$ 0.59 | D | Â |
| (8) | 12/07/2021 | Common Stock | 37,450 | \$ 0.6 | D | Â |
| (9) | 02/01/2021 | Common Stock | 27,069 | \$ 2.29 | D | Â |
| (10) | 03/16/2020 | Common Stock | 11,250 | \$ 5.91 | D | Â |
| | (2) (3) (4) (5) (6) (7) (8) (9) | (2) 06/11/2025 (3) 01/02/2025 (4) 06/19/2024 (5) 01/02/2024 (6) 06/19/2023 (7) 01/02/2023 (8) 12/07/2021 (9) 02/01/2021 | A (1) 01/04/2026 Stock Â (2) 06/11/2025 Common Stock Â (3) 01/02/2025 Common Stock Â (4) 06/19/2024 Common Stock Â (5) 01/02/2024 Common Stock Â (6) 06/19/2023 Common Stock Â (7) 01/02/2023 Common Stock Â (8) 12/07/2021 Common Stock Â (9) 02/01/2021 Common Stock Â (10) 03/16/2020 Common | A (1) 01/04/2026 Stock 409,000 Â (2) 06/11/2025 Common Stock 215,800 Â (3) 01/02/2025 Common Stock 176,500 Â (4) 06/19/2024 Common Stock 93,650 Â (5) 01/02/2024 Common Stock 25,600 Â (6) 06/19/2023 Common Stock 95,500 Â (7) 01/02/2023 Common Stock 22,400 Â (8) 12/07/2021 Common Stock 37,450 Â (9) 02/01/2021 Common Stock 27,069 Â (10) 03/16/2020 Common Stock 11,250 | Â (1) 01/04/2026 Stock 409,000 \$ 0.42 Â (2) 06/11/2025 Common Stock 215,800 \$ 0.5 Â (3) 01/02/2025 Common Stock 176,500 \$ 0.58 Â (4) 06/19/2024 Common Stock 93,650 \$ 0.65 Â (5) 01/02/2024 Common Stock 25,600 \$ 0.47 Â (6) 06/19/2023 Common Stock 95,500 \$ 0.5 Â (7) 01/02/2023 Common Stock 22,400 \$ 0.59 Â (8) 12/07/2021 Common Stock 37,450 \$ 0.6 Â (9) 02/01/2021 Common Stock 27,069 \$ 2.29 Â (10) 03/16/2020 Common Stock 11,250 \$ 5.91 | (1) 01/04/2026 Common Stock 409,000 \$ 0.42 D Â (2) 06/11/2025 Common Stock 215,800 \$ 0.5 D Â (3) 01/02/2025 Common Stock 176,500 \$ 0.58 D Â (4) 06/19/2024 Common Stock 93,650 \$ 0.65 D Â (5) 01/02/2024 Common Stock 25,600 \$ 0.47 D Â (6) 06/19/2023 Common Stock 95,500 \$ 0.5 D Â (7) 01/02/2023 Common Stock 22,400 \$ 0.59 D Â (8) 12/07/2021 Common Stock 37,450 \$ 0.6 D Â (9) 02/01/2021 Common Stock 27,069 \$ 2.29 D Â (10) 03/16/2020 Common Stock 11,250 \$ 5,91 D |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | | |
|--|----------|---------------|----------------------|-------|--|--|--|
| 8 | Director | 10% Owner | Officer | Other | | | |
| Hood Shana 3611 VALLEY CENTRE DRIVE, SUITE 500 SAN DIEGO Â CAÂ 92130 | Â | Â | General Counsel & VP | Â | | | |

Signatures

/s/ Shana Hood 01/22/2016

**Signature of Person Date

Reporting Person

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).
- This option vests and becomes exercisable in 48 substantially equal monthly installments on each monthly anniversary of January 4, 2016, subject to the reporting person's continued service with the issuer.
- (2) This option vests and becomes exercisable in 48 substantially equal monthly installments on each monthly anniversary of June 11, 2015, subject to the reporting person's continued service with the issuer.
- This option vests and becomes exercisable in 48 substantially equal monthly installments on each monthly anniversary of January 2, 2015, subject to the reporting person's continued service with the issuer.

Reporting Owners 2

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- (4) This option vests and becomes exercisable in 48 substantially equal monthly installments on each monthly anniversary of June 19, 2014, subject to the reporting person's continued service with the issuer.
- (5) This option vests and becomes exercisable in 48 substantially equal monthly installments on each monthly anniversary of January 2, 2014, subject to the reporting person's continued service with the issuer.
- This option vests and becomes exercisable in 48 substantially equal monthly installments on each monthly anniversary of June 19, 2013, subject to the reporting person's continued service with the issuer.
- This option vests and becomes exercisable in 48 substantially equal monthly installments on each monthly anniversary of January 2, 2013, subject to the reporting person's continued service with the issuer.
- (8) This option vested and became exercisable in 48 substantially equal monthly installments. The first installment vested and became exercisable on January 8, 2012 and the final installment on December 8, 2015.
- (9) This option vested and became exercisable as to one-fourth of the underlying shares on January 1, 2012, and thereafter in 36 substantially equal monthly installments such that it became fully vested and exercisable on January 1, 2015.
- (10) This option vested and became exercisable as to one-fourth of the underlying shares on February 16, 2011, and thereafter in 36 substantially equal monthly installments such that it became fully vested and exercisable on February 16, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.