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Capnia, Inc. Form 4									
June 10, 201	16								
FORM	ЛД						PPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287		
Check tl if no lon subject t Section Form 4 e Form 5 obligatio may con	to 16. or Filed put	suant to Section(a) of the Publi	CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES ection 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section				Expires: January 31, 2005 Estimated average burden hours per response 0.5		
See Instr 1(b).		30(h) of th	e Investment C	ompany Act of 1	940				
(Print or Type	Responses)								
1. Name and Address of Reporting Person <u>*</u> Kirnon Stephen			suer Name and T ol nia, Inc. [CAPI	C C	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (Middle) 3. Da	te of Earliest Tran	saction	(Che	ck an applicabl	e)		
1235 RADIO ROAD, SUITE 110			th/Day/Year) 8/2016		X_ Director 10% Owner Officer (give title Other (specify below) below)				
			Amendment, Date (Month/Day/Year)	Original	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
REDWOO	D CITY, CA 9400	65			Person	More than One R	eporting		
(City)	(State)	(Zip)	fable I - Non-Der	vivative Securities A	cquired, Disposed o	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	f TransactionA Code D	Securities cquired (A) or isposed of (D) nstr. 3, 4 and 5) (A) or mount (D) Price	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Re	port on a separate line	e for each class of	securities benefici	ally owned directly o	or indirectly.				
						SEC 1474 (9-02)			
			a						

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

	Derivative Security			or Dispose (D) (Instr. 3, 4 and 5)	Instr. 3, 4,					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee stock option (right to buy)	\$ 1.2	06/08/2016	A		27,083		<u>(1)</u>	06/08/2026	Common Stock	27,083

Reporting Owners

Reporting Owner Name / Address	Relationships							
reporting of the rante francess	Director	10% Owner	Officer	Other				
Kirnon Stephen 1235 RADIO ROAD, SUITE 110 REDWOOD CITY, CA 94065	Х							
Signatures								
/s/ David O'Toole, attorney in fact	06/1	0/2016						
**Signature of Reporting Person	D	ate						

Explanation of Responses:

- * 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).
- (1) The vesting schedule for the option is as follows: 100% of the shares subject to the option shall vest on the earlier of the 12 month anniversary of the date of grant or the day before the next annual stockholder meeting.

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.