

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Apollo Endosurgery, Inc.

Form: 4

Date Filed: 2020-05-11

Corporate Issuer CIK: 1251769

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person BARR JOHN R			2. Issuer Name and Ticker or Trading Symbol Apollo Endosurgery, Inc. [APEN]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director ☐ Officer (give title below) ☐ 10% Owner ☐ Other (specify below)		
(Last) (First) (Middle) 1120 S CAPITAL OF TX HWY, BLDG 1,STE 300			3. Date of Earliest Transaction (Month/Day/Year) 05/07/2020					
(Street) AUSTIN, TX 78746			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) ☒ 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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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		
Common Stock	05/07/2020 ⁽¹⁾		A		10,571	A \$ 0	15,970	D

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

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 control number. SEC 1474 (9-02)

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

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (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 of Derivative Security: 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		
Non-Qualified Stock Option (right to buy)	\$ 2.08	05/07/2020 ⁽²⁾		A	29,317	⁽²⁾ 05/07/2030	Common Stock	29,317.00	\$ 2.08	45,853	D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARR JOHN R 1120 S CAPITAL OF TX HWY BLDG 1,STE 300 AUSTIN, TX 78746	X			

Signatures

/s/ Brian Szymczak - Attorney-in-Fact	05/11/2020
Signature of Reporting Person	Date

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).

Represents the grant of Restricted Stock Units ("RSU"). Each RSU provides the Reporting Person with a contingent right to receive one share of the Issuer's common stock pursuant to the Apollo Endosurgery, Inc. 2017 Equity Incentive Plan. The RSUs vest fully on the one year anniversary of the grant date, subject to the Reporting Person providing continuous service to the Issuer through each such date. Accelerated vesting may occur in the event of a Change in Control, as that term is defined in the Apollo Endosurgery, Inc. 2017 Incentive Plan.

(1) The shares underlying the option shall vest fully on the one year anniversary of the grant date, subject to the Reporting Person providing continuous service to the Issuer through such date.

(2) Accelerated vesting may occur in the event of a Change in Control, as that term is defined in the Apollo Endosurgery, Inc. 2017 Equity Incentive Plan.

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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			Code	V	Amount (A) or (D)	Price		
Common Stock	05/07/2020(1)		A		10,571	A \$ 0	15,970	D

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SEC 1474 (9-02)

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Non-Qualified Stock Option (right to buy)	\$ 2.08	05/07/2020(2)		A	29,317	(2) 05/07/2030	Common Stock	29,317.00	\$ 2.08	45,853	D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARR JOHN R 1120 S CAPITAL OF TX HWY BLDG 1,STE 300 AUSTIN, TX 78746	X			

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