FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

(First) 650 SOUTH EXETER ST. SUITE 1070

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

> > 7. Nature of Indirect Beneficial Ownership (Instr. 4)

footnote(2)

footnote(2) See footnote(3)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

footnote⁽²⁾

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

						or Sec	tion 3	U(h) of the li	nvestme	nt Co	mpany Act o	of 1940								
		Reporting Person* pital Manage	ment LP					e and Ticke Pharma,							ationship of k all applica Director		g Perso	. ,	suer Owner	
(Last) (First) (Middle) 650 SOUTH EXETER ST. SUITE 1070						3. Date of Earliest Transaction (Month/Day/Year) 07/28/2020									Officer (below)	give title		Other below	(specify v)	
4. If						4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street) BALTIMORE MD 21202															Form filed by One Reporting Person					
(City)	(S	tate)	(Zip)		-									X	Person	,				
		Ta	able I - No	n-De	rivati	ive S	ecur	ities Acc	uired,	, Dis	posed o	f, or Ber	nefic	ially	Owned					
1. Title of Security (Instr. 3) 2. Trans: Date (Month/L						saction /Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		action (Instr.	4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4				5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Natur Indirect Benefic Owners (Instr. 4	
									Code	v	Amount	(A) or (D)	Pri	ice	Transactio (Instr. 3 an	n(s) d 4)			(iiisti. s	
Common Stock 07/28					28/20	3/2020			С		467,88	4 A		(1)	467,884		I		See footno	
Common Stock 07/28					28/20	8/2020					576,00	0 A	,	\$16	1,043	,884 I		I	See footno	
Common Stock 07/28					28/20)20			P 24,000		0 A	,	\$16	1,067,884			I	See footno		
			Table II -								osed of,				wned					
1. Title of Derivative Security (Instr. 3)	ve Conversion Date Execution or Exercise (Month/Day/Year) if any		3A. Deemed Execution D if any (Month/Day)	l Pate,	4. Trans	l. Transaction Code (Instr.		5. Number of Derivative		6. Date Exercisable at Expiration Date (Month/Day/Year)		7. Title and Am of Securities Underlying Derivative Sec (Instr. 3 and 4)		ount	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)		10. Ownersl Form: Direct (D or Indire (I) (Instr.	Ben O) Own ect (Ins	
				c		v	(A)	(A) (D)		able	Expiration Date	Title	Amo or Num of Si		(Instr. 4					
Series A-2 Convertible Preferred Stock	(1)	07/28/2020			С			3,496,504	(1)		(1)	Common Stock	467	,884	\$0.00	0)	I	See foot	
1		Reporting Person* pital Manage	ment LP			<u> </u>							_							
(Last) 650 SOU	ТН ЕХЕТІ	(First) ER ST. SUITE 10	(Midd)	le)																
(Street)	ORE	MD	2120	2																
(City) (State) (Zip)																				
1. Name an		Reporting Person* pital Master																		
		(First) RPORATE LIM ITAL ROAD	(Midd		N CO															
(Street) GEORAGE TOWN E9 KY-1-9008																				
(City)		(State)	(Zip)																	
		Reporting Person* pital LLC																		
(Last)		(First)	(Middl	le)																

(Street) BALTIMORE	MD	21202				
(City)	(State)	(Zip)				

- 1. On July 28, 2020, the Series A-2 Convertible Preferred Stock automatically converted into Common Stock on a 7.4730-for-1 basis upon the closing of the Issuer's initial public offering without payment of consideration. The Series A-2 Convertible Preferred Stock was convertible at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The shares had no expiration
- 2. The securities reported herein are held of record by Rock Springs Capital Master Fund LP ("Master Fund"). Rock Springs Capital LLC ("RSC") is the general partner of Rock Springs Capital Management LP ("RSCM") which is the investment manager to Master Fund. RSC and RSCM may therefore be deemed to have or share beneficial ownership of the Common Stock held directly by Master Fund.
- 3. The securities reported herein are held of record by Four Pines Master Fund LP. RSC is the general partner of RSCM which is the investment manager to Four Pines Master Fund LP. RSC and RSCM may therefore be deemed to have or share beneficial ownership of the Common Stock held directly by Four Pines Master Fund LP.

Remarks:

Rock Springs Capital Management LP, By: /s/ Stephen 07/28/2020 Basso, Attorney-in-Fact

Rock Springs Capital Master

Fund LP, By: /s/ Stephen Basso, 07/28/2020

Attorney-in-Fact

Rock Springs Capital LLC, By:

/s/ Stephen Basso, Attorney-in- 07/28/2020

Fact

** Signature of Reporting Person

Date

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

- * 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.