

Invuity, Inc.
Form 3
June 11, 2015

FORM 3 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Roberts Eric W		(Month/Day/Year)	Invuity, Inc. [IVTY]	
(Last)	(First)	(Middle)	06/11/2015	
INVUITY, INC.,Â 444 DE HARO STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)	(Check all applicable)			
SAN FRANCISCO,Â CAÂ 94107		<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

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

SEC 1473 (7-02)

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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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of Shares			

(Instr. 5)

Series D Preferred Stock	Â (1)	Â (1)	Common Stock	31,728	\$ (1)	D	Â
Series D Preferred Stock	Â (2)	Â (2)	Common Stock	286,969	\$ (2)	I	See footnote (3)
Series E Preferred Stock	Â (4)	Â (4)	Common Stock	11,584	\$ (4)	D	Â
Series E Preferred Stock	Â (5)	Â (5)	Common Stock	38,065	\$ (5)	I	See footnote (3)
Director Stock Option (right to buy)	Â (6)	04/16/2025	Common Stock	10,810	\$ 11.1	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Roberts Eric W INVUITY, INC. 444 DE HARO STREET SAN FRANCISCO, CA 94107	Â X	Â	Â	Â

Signatures

/s/ Nancy Hargreaves, by power of attorney
Date: 06/11/2015

__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) 31,452 outstanding shares of Series D Preferred Stock shall automatically convert into 31,728 shares of Common Stock, on a 1.008821799-for-one basis, immediately prior to the closing of the Issuer's initial public offering of common stock and has no expiration date.
 - (2) 284,460 outstanding shares of Series D Preferred Stock shall automatically convert into 286,969 shares of Common Stock, on a 1.008821799-for-one basis, immediately prior to the closing of the Issuer's initial public offering of common stock and has no expiration date.
 - (3) The shares are held by Valence CDK SPV, L.P. ("Valence CDK"). Valence Life Sciences GP II, LLC ("Valence") is the General Partner of Valence CDK. The Reporting Person is a Managing Member of Valence and disclaims beneficial ownership of the shares held by Valence CDK, except to the extent of his pecuniary interest therein.
 - (4) 11,273 outstanding shares of Series E Preferred Stock shall automatically convert into 11,584 shares of Common Stock, on a 1.027662672-for-one basis, immediately prior to the closing of the Issuer's initial public offering of common stock and has no expiration date.
 - (5) 38,065 outstanding shares of Series E Preferred Stock shall automatically convert into 39,117 shares of Common Stock, on a 1.027662672-for-one basis, immediately prior to the closing of the Issuer's initial public offering of common stock and has no expiration date.
 - (6) The option is subject to an early exercise provision and is immediately exercisable. 50% of the shares subject to the option were fully vested as of the grant of such option. One twenty-fourth of the remaining 50% of the shares subject to the option vested on March 13, 2015 and one twenty-fourth of the remaining 50% of the shares subject to the option vest each month thereafter, subject to the Reporting

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Person continuing as a service provider through each such date.

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Remarks:

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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.