FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, D | C. 20549 |
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|---------------|----------|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | OMB APPROVAL | | | | | | | | | |
|---|----------------------|-----------|--|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | | |
| | Estimated average b | ourden | | | | | | | | |
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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).

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

| Name and Address of Reporting Person* Love Douglas | | | | I. Issuer Name and Annexon, Inc. | | ng Symbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|--|--------------|----------|-----------|---|------------------|-------------------------------|------------------------|---|---------------------------|------------------|--|--|
| | | | | | | | X | Director | 10% | Owner | | |
| (Last) C/O ANNEXO 180 KIMBAL | | (Middle) | | B. Date of Earliest Tr 03/29/2021 | ansaction (Mo | nth/Day/Year) | X | Officer (give title below) Preside | Othe belov nt & CEO | r (specify v) | | |
| (Street) SOUTH SAN FRANCISCO CA 94080 | | | | . If Amendment, Da | te of Original I | iled (Month/Day/Year) | 6. Indiv Line) X | Applicable rson porting | | | | |
| (City) | (State) | (Zip) | | | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | |
| 1. Title of Securi | ty (Instr 3) | 2. Tr | ansaction | 2A. Deemed | 3. | 4. Securities Acquired (A) or | | 5. Amount of | 6. Ownership | 7. Nature | | |

| 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. Transa Code (8) | | 4. Securities Disposed Of | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | | | |
| Common Stock | 03/29/2021 | | M | | 3,750 | A | \$1.4096 | 3,750 | D | | | |
| Common Stock | 03/29/2021 | | S ⁽¹⁾ | | 2,850 | D | \$25.0216 ⁽²⁾ | 900 | D | | | |
| Common Stock | 03/29/2021 | | S ⁽¹⁾ | | 600 | D | \$26.4184 ⁽³⁾ | 300 | D | | | |
| Common Stock | 03/29/2021 | | S ⁽¹⁾ | | 300 | D | \$27.2383(4) | 0 | D | | | |
| Common Stock | 03/30/2021 | | M | | 3,750 | A | \$1.4096 | 3,750 | D | | | |
| Common Stock | 03/30/2021 | | S ⁽¹⁾ | | 1,900 | D | \$24.2711 ⁽⁶⁾ | 1,850 | D | | | |
| Common Stock | 03/30/2021 | | S ⁽¹⁾ | | 1,850 | D | \$24.7843 ⁽⁷⁾ | 0 | D | | | |

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. Transa Code (8) | | of I | | 6. Date Exerc Expiration Da (Month/Day/\) | ate | 7. Title and Amount of Securities Underlying Derivative Security (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: 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 | | | | |
| Stock Option (Right to Buy) | \$1.4096 | 03/29/2021 | | М | | | 3,750 | (5) | 01/22/2025 | Common Stock | 3,750 | \$0.00 | 64,346 | D | |
| Stock Option (Right to Buy) | \$1.4096 | 03/30/2021 | | М | | | 3,750 | (5) | 01/22/2025 | Common Stock | 3,750 | \$0.00 | 60,596 | D | |

Explanation of Responses:

- 1. The transactions reported herein were effected pursuant to the Reporting Person's Rule 10b5-1 trading plan.
- 2. This transaction was executed in multiple trades in prices ranging from \$24.74 to \$25.63, inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.
- 3. This transaction was executed in multiple trades in prices ranging from \$26.02 to \$27.00, inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.
- 4. This transaction was executed in multiple trades in prices ranging from \$27.03 to \$27.515, inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.
- 5. The shares subject to the option vest are fully vested and exercisable.
- 6. This transaction was executed in multiple trades in prices ranging from \$23.63 to \$24.56, inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.
- 7. This transaction was executed in multiple trades in prices ranging from \$24.63 to \$25.00, inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.

/s/ Jennifer Lew, as Attorneyin-Fact for Douglas Love

03/31/2021

** Signature of Reporting Person

- * 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.