SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

1. Name and A <u>Makhzou</u>	0	Requiring (Month/D	2. Date of Event Requiring Statement (Month/Day/Year) 07/23/2020							
(Last) (First) (Middle) 2855 SAND HILL ROAD					4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) MENLO PARK	СА	94025	_		Director Officer (give title below)		Owner · (specify /)		ndividual or Joint/Group Filing neck Applicable Line) Form filed by One Reporting Person 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. I) Government of Securities Geneficially Owned (Instr. I) Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Table II - Derivative Securities Beneficially Owned(e.g., puts, calls, warrants, options, convertible securities)										
Ex			2. Date Exercisable and Expiration Date Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Convei or Exei	rcise	5. Ownership Form:	6. Nature of Indirect Beneficial
			Date Exercisable		Title	Amount o Number o Shares	- Doniva	tive	Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
Series B Pre	ferred Stock		(1)	(1)	Common Stock	1,591,59	(1)		Ι	See Note 2 ⁽²⁾
Series C Pre	ferred Stock		(3)	(3)	Common Stock	672,636	(3)		Ι	See Note 2 ⁽²⁾
Series D Pre	ferred Stock		(4)	(4)	Common Stock	231,452	(4)		Ι	See Note 2 ⁽²⁾

Explanation of Responses:

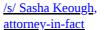
1. The shares of Series B Preferred Stock will automatically convert on a 1-for-8.81 basis into Common Stock immediately prior to the closing of the Issuer's initial public offering. The shares have no expiration date.

2. The Reporting Person is a manager of NEA 15 GP, LLC, which is the sole general partner of NEA Partners 15, L.P. ("NEA Partners 15"). NEA Partners 15 is the sole general partner of New Enterprise Associates 15, L.P. ("NEA 15"), which is the direct beneficial owner of the shares. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the shares held by NEA 15 in which the Reporting Person has no pecuniary interest.

3. The shares of Series C Preferred Stock will automatically convert on a 1-for-8.81 basis into Common Stock immediately prior to the closing of the Issuer's initial public offering. The shares have no expiration date.

4. The shares of Series D Preferred Stock will automatically convert on a 1-for-8.81 basis into Common Stock immediately prior to the closing of the Issuer's initial public offering. The shares have no expiration date.

Remarks:



07/23/2020

** 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 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).

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.