

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

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 Address of Reporting Person*<br><u>Redmile Group, LLC</u><br><hr/> (Last) (First) (Middle)<br>ONE LETTERMAN DRIVE,<br>BUILDING D<br>SUITE D3-300<br><hr/> (Street)<br>SAN FRANCISCO CA 94129<br><hr/> (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year)<br>07/23/2020 | 3. Issuer Name and Ticker or Trading Symbol<br><u>Annexon, Inc. [ ANNX ]</u>  |  |
|  |   | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director <input checked="" type="checkbox"/> 10% Owner<br>Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year)<br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br><input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

**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) |
|---------------------------------|---|--|---|
|---------------------------------|---|--|---|

**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: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|-----------------|---|--|--|---|
|   | Date Exercisable   | Expiration Date |   |  |  |   |
| Series D Redeemable Convertible Preferred Stock | (1)  | (1)             | Common Stock 1,596,222 <sup>(1)</sup>                                       | (1)  | I  | See Footnote <sup>(2)</sup>                           |

1. Name and Address of Reporting Person\*  
Redmile Group, LLC  


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 (Last) (First) (Middle)  
 ONE LETTERMAN DRIVE, BUILDING D  
 SUITE D3-300  


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 (Street)  
 SAN FRANCISCO CA 94129  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Green Jeremy  


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 (Last) (First) (Middle)  
 ONE LETTERMAN DRIVE, BUILDING D  
 SUITE D3-300  


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 (Street)  
 SAN FRANCISCO CA 94129  


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 (City) (State) (Zip)

(City)

(State)

(Zip)

**Explanation of Responses:**

1. The Series D Redeemable Convertible Preferred Stock is convertible into shares of the Issuer's common stock at any time, at the holder's election, on a 1-for-0.1135074 basis and has no expiration date.

2. These securities are directly owned by certain private investment vehicles managed by Redmile Group, LLC ("Redmile") and may be deemed beneficially owned by Redmile as investment manager of such private investment vehicles. The reported securities may also be deemed beneficially owned by Jeremy Green as the principal of Redmile. The Reporting Persons disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Persons are the beneficial owners of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Redmile Group, LLC By:

/s/ Jeremy Green,

07/23/2020

Managing Member

/s/ Jeremy Green

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.**