

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Clarus Lifesciences III, L.P.</u> (Last) (First) (Middle) 101 MAIN STREET, SUITE 1210 (Street) CAMBRIDGE MA 02142 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Annexon, Inc. [ANNX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 07/28/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	07/28/2020		C		643,208	A	(1)	643,208	I	See Footnotes ⁽⁵⁾⁽⁶⁾⁽⁷⁾
Common Stock	07/28/2020		C		950,134	A	(2)	1,593,342	I	See Footnotes ⁽⁵⁾⁽⁶⁾⁽⁷⁾
Common Stock	07/28/2020		C		697,860	A	(3)	2,291,202	I	See Footnotes ⁽⁵⁾⁽⁶⁾⁽⁷⁾
Common Stock	07/28/2020		C		239,433	A	(4)	2,530,635	I	See Footnotes ⁽⁵⁾⁽⁶⁾⁽⁷⁾
Common Stock	07/28/2020		P		200,000	A	\$17	2,730,635	I	See Footnotes ⁽⁵⁾⁽⁶⁾⁽⁷⁾

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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				
Series A-1 Redeemable Convertible Preferred Stock	(1)	07/28/2020		C		5,666,667		(1)	(1)	Common Stock	643,208 ⁽¹⁾	(1)	0	I	See Footnotes ⁽⁵⁾⁽⁶⁾⁽⁷⁾
Series B Redeemable Convertible Preferred Stock	(2)	07/28/2020		C		8,370,685		(2)	(2)	Common Stock	950,134 ⁽²⁾	(2)	0	I	See Footnotes ⁽⁵⁾⁽⁶⁾⁽⁷⁾
Series C Redeemable Convertible Preferred Stock	(3)	07/28/2020		C		6,148,147		(3)	(3)	Common Stock	697,860 ⁽³⁾	(3)	0	I	See Footnotes ⁽⁵⁾⁽⁶⁾⁽⁷⁾
Series D Redeemable Convertible Preferred Stock	(4)	07/28/2020		C		2,109,407		(4)	(4)	Common Stock	239,433 ⁽⁴⁾	(4)	0	I	See Footnotes ⁽⁵⁾⁽⁶⁾⁽⁷⁾

1. Name and Address of Reporting Person* <u>Clarus Lifesciences III, L.P.</u> (Last) (First) (Middle) 101 MAIN STREET, SUITE 1210 (Street) CAMBRIDGE MA 02142 (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Clarus Ventures III GP, L.P.</u> (Last) (First) (Middle)

101 MAIN STREET, SUITE 1210

(Street)
CAMBRIDGE MA 02142

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Blackstone Clarus III L.L.C.](#)

(Last) (First) (Middle)

C/O THE BLACKSTONE GROUP INC.
345 PARK AVENUE

(Street)
NEW YORK NY 10154

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Blackstone Holdings II L.P.](#)

(Last) (First) (Middle)

C/O THE BLACKSTONE GROUP INC.
345 PARK AVENUE

(Street)
NEW YORK NY 10154

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Blackstone Holdings I/II GP L.L.C.](#)

(Last) (First) (Middle)

C/O THE BLACKSTONE GROUP INC.
345 PARK AVENUE

(Street)
NEW YORK NY 10154

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Blackstone Group Inc](#)

(Last) (First) (Middle)

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(Street)
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(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Blackstone Group Management L.L.C.](#)

(Last) (First) (Middle)

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(Street)
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(City) (State) (Zip)

1. Name and Address of Reporting Person*

[SCHWARZMAN STEPHEN A](#)

(Last) (First) (Middle)

C/O THE BLACKSTONE GROUP INC.
345 PARK AVENUE

(Street)
NEW YORK NY 10154

(City) (State) (Zip)

Explanation of Responses:

1. The shares of Series A-1 Redeemable Convertible Preferred Stock of the Issuer were automatically converted on a 1-for-8.81 basis into common stock of the Issuer ("Common Stock") immediately prior to the closing of the Issuer's initial public offering.
2. The shares of Series B Redeemable Convertible Preferred Stock of the Issuer were automatically converted on a 1-for-8.81 basis into Common Stock immediately prior to the closing of the Issuer's initial public offering.
3. The shares of Series C Redeemable Convertible Preferred Stock of the Issuer were automatically converted on a 1-for-8.81 basis into Common Stock immediately prior to the closing of the Issuer's initial public offering.
4. The shares of Series D Redeemable Convertible Preferred Stock of the Issuer were automatically converted on a 1-for-8.81 basis into Common Stock immediately prior to the closing of the Issuer's initial public offering.
5. Reflects securities held directly by Clarus Lifesciences III, L.P. Clarus Ventures III GP, L.P. is the general partner of Clarus Lifesciences III, L.P. Blackstone Clarus III L.L.C. is the general partner of Clarus Ventures III GP, L.P. The sole member of Blackstone Clarus III L.L.C. is Blackstone Holdings II L.P. The general partner of Blackstone Holdings II L.P. is Blackstone Holdings I/II GP L.L.C. The sole member of Blackstone Holdings I/II GP L.L.C. is The Blackstone Group Inc. The sole holder of the Class C common stock of The Blackstone Group Inc. is Blackstone Group Management L.L.C. Blackstone Group Management L.L.C. is wholly-owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman.
6. Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.
7. Each of the Reporting Persons (other than to the extent it directly holds securities reported herein) disclaims beneficial ownership of the securities held by the other Reporting Persons, except to the extent of such Reporting Person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, each of the Reporting Persons (other than to the extent it directly holds securities reported herein) states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or for any other purpose.

Remarks:

CLARUS LIFESCIENCES III, L.P., By: Clarus Ventures III GP, L.P., its GP, By: Blackstone Clarus III L.L.C., its GP, By: Blackstone Holdings II L.P., its managing member, By: Blackstone Holdings I/II GP L.L.C., its GP, By /s/ John G. Finley, Title: CLO 07/30/2020

CLARUS VENTURES III GP, L.P., By: Blackstone Clarus III L.L.C., its GP, By: Blackstone Holdings II L.P., its managing member, By: Blackstone Holdings I/II GP L.L.C., its GP, By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 07/30/2020

BLACKSTONE CLARUS III L.L.C., By: Blackstone Holdings II L.P., its managing member, By: Blackstone Holdings I/II GP L.L.C., its general partner, By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 07/30/2020

BLACKSTONE HOLDINGS II L.P., By: Blackstone Holdings I/II GP L.L.C., its general partner, By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 07/30/2020

BLACKSTONE HOLDINGS I/II GP L.L.C., By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 07/30/2020

THE BLACKSTONE GROUP INC., By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 07/30/2020

BLACKSTONE GROUP MANAGEMENT L.L.C., By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 07/30/2020

/s/ Stephen A. Schwarzman 07/30/2020

** 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 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.