Edgar Filing: Evoke Pharma Inc - Form 4

Evoke Phar Form 4											
February 05										APPROVAL	
FORM	VI 4 UNITED	STATES		RITIES A			E COMMISSI	ON OM	в	3235-0287	
Check t if no lor subject Section Form 4 Form 5	nger to STATE 16. or		F CHAI	NGES IN SECUI	BENEF RITIES	FICIAL O	burden respon			January 31, 2005 ed average hours per	
obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17	rsuant to Section 16(a) of the Securities Exchange Act of 1934, (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 <u></u> Gonyer David A			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	Evoke Pharma Inc [EVOK]				(Check all applicable)				
(Last) (First) (Middle) C/O EVOKE PHARMA, INC., 505 LOMAS SANTA FE DRIVE, SUITE 270			3. Date of Earliest Transaction (Month/Day/Year) 02/05/2016				X Director 10% Owner X Officer (give title Other (specify below) below) President and CEO				
		4. If Amendment, Date Original Filed(Month/Day/Year)			al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
SOLANA	BEACH, CA 920	075					Person	i by white the	ui Olic K	ceporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	e Securities A	Acquired, Dispos	ed of, or Bo	eneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	l (A) or l of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Owna Form: I (D) or I (I) (Instr. 4	Direct ndirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	eport on a separate lin	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.				
					inforı requi	mation cont red to respe ays a curre	spond to the co tained in this fo ond unless the ntly valid OMB	orm are no form		SEC 1474 (9-02)	
	Tal					sposed of, or convertible	Beneficially Ow securities)	med			
		saction Date n/Day/Year)			4. Transact	5. Number tiorDerivative		te Exercisal ation Date	ble and	7. Title and Amour Underlying Securit	

Edgar Filing: Evoke Pharma Inc - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities (A) or Dis (D) (Instr. 3, 4	-	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Stock Option (Right to Buy)	\$ 8.67	02/05/2016		D		94,250	<u>(1)</u>	12/01/2023	Common Stock	94,25
Stock Option (Right to Buy)	\$ 6.22	02/05/2016		D		80,000	(3)	03/05/2025	Common Stock	80,00
Stock Option (Right to Buy)	\$ 3.04	02/05/2016		А	70,687		(5)	12/01/2023	Common Stock	70,68
Stock Option (Right to Buy)	\$ 3.04	02/05/2016		А	60,000		(5)	03/05/2025	Common Stock	60,00

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Gonyer David A C/O EVOKE PHARMA, INC. 505 LOMAS SANTA FE DRIVE, SUITE 270 SOLANA BEACH, CA 92075	Х		President and CEO				
Signatures							
/s/ Matthew J. D'Onofrio, Attorney-in-fact for D	avid A.						

**Signature of Reporting Person Explanation of Responses:

* 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).

(1) The total number of shares of common stock subject to the option vests in 48 equal monthly installments over the four-year period following the date of grant (12/2/2013), subject to the reporting person's continued service to the Issuer through each such vesting date.

02/05/2016

Date

(2) On February 5, 2016, the Issuer canceled an option granted on December 2, 2013. In exchange for the canceled option, the reporting person received 70,687 options to purchase common stock.

(3)

Gonyer

Edgar Filing: Evoke Pharma Inc - Form 4

The total number of shares of common stock subject to the option vests in 48 equal monthly installments over the four-year period beginning on January 1, 2015, subject to the reporting person's continued service to the Issuer through each such vesting date.

- (4) On February 5, 2016, the Issuer canceled an option granted on March 6, 2015. In exchange for the canceled option, the reporting person received 60,000 options to purchase common stock.
- (5) The total number of shares of common stock subject to the option vests in 36 equal monthly installments over the three-year period beginning on January 1, 2016, subject to the reporting person's continued service to the Issuer through each such vesting date.

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.