

Pena Luis C.  
Form 4  
August 17, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(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 \*  
Pena Luis C.

(Last) (First) (Middle)

C/O DERMIRA, INC., 275  
MIDDLEFIELD ROAD, SUITE 150

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Dermira, Inc. [DERM]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/15/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_\_ Other (specify below)

Chief Development Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 08/15/2018                           |  | M                              |   | 1,063   | A  | \$ 0                              |
| Common Stock                    | 08/15/2018                           |  | M                              |   | 2,437   | A  | \$ 0                              |
| Common Stock                    | 08/15/2018                           |  | M                              |   | 3,000   | A  | \$ 0                              |
| Common Stock                    | 08/15/2018                           |  | F                              |   | 368   | D  | \$ 9.58                           |
| Common Stock                    | 08/15/2018                           |  | F                              |   | 843   | D  | \$ 9.58                           |

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Common Stock      08/15/2018      F      1,038      D      \$ 9.58      14,798      D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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 Underlying Securities (Instr. 3 and 4) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title   | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V   | (A)   | (D)                        |
| Restricted Stock Unit                      | (2)  | 08/15/2018                           |  | M                              | 1,063   | (3)  | (3)   | Common Stock  | 1,063                      |
| Restricted Stock Unit                      | (2)  | 08/15/2018                           |  | M                              | 2,437   | (4)  | (4)   | Common Stock  | 2,437                      |
| Restricted Stock Unit                      | (2)  | 08/15/2018                           |  | M                              | 3,000   | (5)  | (5)   | Common Stock  | 3,000                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| Pena Luis C.<br>C/O DERMIRA, INC.<br>275 MIDDLEFIELD ROAD, SUITE 150<br>MENLO PARK, CA 94025 |               |           | Chief Development Officer |       |

## Signatures

/s/ Christine Ring, by power of attorney      08/17/2018

\*\*Signature of Reporting Person

Date

## 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) These shares include prior ESPP purchases.

(2) Each RSU represents a contingent right to receive one share of DERM common stock.

(3) Vested as to 10% of the shares on August 15, 2018. 30% of the shares will vest on each of August 15, 2019, August 15, 2020 and August 15, 2021, subject to the Reporting Person's continuous status as a service provider on the applicable vesting date.

Vested as to 10% of the shares on August 15, 2017 and 30% of the shares on August 15, 2018. 30% of the shares will vest on each of  
(4) August 15, 2019 and August 15, 2020, subject to the Reporting Person's continuous status as a service provider on the applicable vesting date.

Vested as to 10% of the shares on August 15, 2016 and 30% of the shares on each of August 15, 2017 and August 15, 2018. The  
(5) remaining 30% of the shares will vest on August 15, 2019, subject to the Reporting Person's continuous status as a service provider on the 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.

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