SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

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* 2. Date of Exequiring St (Month/Day/ 09/04/2015)   Wolin Jonathan S. 09/04/2015)		ment T	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Jaguar Health, Inc.</u> [ JAGX ]				
(Last) (First) (Middle) C/O JAGUAR HEALTH, INC. 201 MISSION STREET, SUITE 2375 (Street) SAN FRANCISCO (City) (State) (Zip)			4. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title below) Chief of Staff, CCC	10% Owne Other (spec below)	r (Mon cify 6. Inc	th/Day/Year) dividual or Joint cable Line) Form filed by	te of Original Filed /Group Filing (Check y One Reporting Person y More than One erson
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)	3. Ownershi Form: Direc or Indirect ( (Instr. 5)	t (D)   (Instr.	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	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy) <sup>(1)</sup>	(2)	11/28/2028	Common Stock	1,428	30.8	D	
Stock Option (right to buy) <sup>(1)</sup>	(3)	07/24/2029 <sup>(4)</sup>	Common Stock	260,513	1.73	D	
Stock Option (right to buy) <sup>(1)</sup>	(5)	09/05/2029	Common Stock	43,500	1.2	D	

Explanation of Responses:

1. Granted pursuant to the Issuer's 2014 Stock Incentive Plan.

2. One quarter of the options vested on August 28, 2019 (the "Initial Vesting Date"), nine months from the date of grant, with the remaining options vesting in equal monthly installments for each month of continuous service, beginning on September 28, 2019, such that it is vested in full on the 3-year anniversary of the Initial Vesting Date.

3. Vests in equal monthly installments beginning on July 24, 2019, with one month of options, or 43,500 options, vested as of the grant date based on the reporting person's number of years of employment with the issuer, such that the grant is vested in full on the 3-year anniversary of the grant date.

4. The option grant was approved by the issuer's board of directors on July 19, 2019, subject to James J. Bochnowski, the chairman of the board of directors, and Karen S. Wright, the former Chief Financial Officer of the issuer, determining the exact number of option shares to be granted per option based on the issuer's fully diluted shares outstanding following the issuer's underwritten public offering that closed on July 23, 2019. Mr. Bochnowski and Ms. Wright certified the exact number of option shares to be granted on July 24, 2019, such that the effective date of the option grant was July 24, 2019.

5. Vests in equal monthly installments for each month of continuous service, beginning on October 5, 2019, such that it is vested in full on the 3-year anniversary of the grant date.

## <u>/s/ Jonathan S. Wolin</u> <u>09/13/2019</u>

Date

\*\* Signature of Reporting Person

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.