SEC Form 3

FORM 3

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

				or Se	ction 30(h) o	f the Investment Company Act of	1940				
1. Name and Address of Reporting Person* Apple Tree Partners IV, L.P.				2. Date of Even Requiring State (Month/Day/Ye 06/18/2019	ement	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Stoke Therapeutics, Inc.</u> [STOK]					
(Last)(First)(Middle)C/O STOKE THERAPEUTICS, INC.45 WIGGINS AVENUE						4. Relationship of Reporting Per (Check all applicable) Director X Officer (give title below)	rson(s) to Issuer 10% Owne Other (sper below)	r (Mo cify 6. Ir	<ul> <li>5. If Amendment, Date of Original Filed (Month/Day/Year)</li> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> </ul>		
(Street) BEDFORD MA 01730				-		Delowy	Delow)		Form filed by One Reporting Person X Form filed by More than One Reporting Person		
(City)	(State)	(Zip)		<b>T</b> -1-1-1-1-1-	- Deview	tine On antikine Dava finis					
1. Title of Security (Instr. 4)						tive Securities Beneficia 2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Direct or Indirect ( (Instr. 5)	t (D)   (Insti	4. Nature of Indirect Beneficial Ownership (Instr. 5)		
			(e			e Securities Beneficially ants, options, convertibl		5)			
Ex				2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership 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)		
Series A Convertible Preferred Stock				(1)	(1)	Common Stock	4,980,168	(1)	<b>D</b> <sup>(4)</sup>		
Series A-2Convertible Preferred Stock				(2)	(2)	Common Stock	7,617,746	(2)	D <sup>(4)</sup>		
Series B Convertible Preferred Stock				(3)	(3)	Common Stock	2,799,910	(3)	D <sup>(4)</sup>		
	dress of Reporting Partners IV	-									
(Last) (First) (Mid C/O STOKE THERAPEUTICS, INC. 45 WIGGINS AVENUE				?)							
(Street) BEDFORD MA 017			01730		_						
(City) (State) (Zip)											
1. Name and Address of Reporting Person <sup>*</sup> <u>ATP III GP, Ltd.</u>											
(Last) (First) (Middle) C/O STOKE THERAPEUTICS, INC. 45 WIGGINS AVENUE				_							
(Street) BEDFORD MA			01730	•	_						
(City) (State)			(Zip)								
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## Explanation of Responses:

1. (1) The Series A Convertible Preferred Stock is convertible into the Issuer's Common Stock on a 1-for-1 basis upon the close of the Issuer's initial public offering.

2. (2) The Series A-2 Convertible Preferred Stock is convertible into the Issuer's Common Stock on a 1-for-1 basis upon the close of the Issuer's initial public offering.

(3) The Series B Convertible Preferred Stock is convertible into the Issuer's Common Stock on a 1-for-1 basis upon the close of the Issuer's initial public offering.
 Apple Tree Partners IV, L.P. ("ATP IV"). ATP III GP, Ltd. ("ATP III"), is the sole general partner of ATP IV. Seth Harrison, a director of Issuer, is the sole director of ATP III and may be deemed to have sole voting and dispositive power over the shares held by ATP IV. Dr. Harrison disclaims beneficial ownership of the shares except to the extent of his pecuniary interest therein.

<u>/s/ Stephen Tulipano, Attorney-</u> <u>in-Fact</u> 06/18/2019

\*\* Signature of Reporting Person Date

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

 $\ast$  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.