

BAUER EUGENE A
Form 4
August 17, 2018

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BAUER EUGENE A

(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 Medical 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	08/15/2018		M		950	A \$ 0	4,769 ⁽¹⁾ D
Common Stock	08/15/2018		M		2,437	A \$ 0	7,206 D
Common Stock	08/15/2018		M		2,625	A \$ 0	9,831 D
Common Stock	08/15/2018		F		329	D \$ 9.58	9,502 D
Common Stock	08/15/2018		F		843	D \$ 9.58	8,659 D

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Common Stock	08/15/2018	F	908	D	\$ 9.58	7,751	D
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Common Stock						26,978	I	By the Bauer Family 1995 Trust (2)
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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	(3)	08/15/2018		A		50,000		(4)	(4)	Common Stock	50,000
Restricted Stock Unit	(3)	08/15/2018		M			950	(5)	(5)	Common Stock	950
Restricted Stock Unit	(3)	08/15/2018		M			2,437	(6)	(6)	Common Stock	2,437
Restricted Stock Unit	(3)	08/15/2018		M			2,625	(7)	(7)	Common Stock	2,625

Reporting Owners

Reporting Owner Name / Address	Relationships
BAUER EUGENE A C/O DERMIRA, INC. 275 MIDDLEFIELD ROAD, SUITE 150 MENLO PARK, CA 94025	Director 10% Owner Officer Other Chief Medical Officer

Signatures

/s/ Christine Ring as
attorney-in-fact

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) The Reporting Person is a Co-Trustee.
- (3) Each RSU represents a contingent right to receive one share of DERM common stock.
- (4) Vests as to 50% of the shares on each of May 17, 2019 and May 17, 2020, subject to the Reporting Person's continuous status as a service provider on the applicable vesting date.
- (5) 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.
- (6) 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 August 15, 2019 and August 15, 2020, subject to the Reporting Person's continuous status as a service provider on the applicable vesting date.
- (7) 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 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. 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.