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

| Puttagunta Chetan | | | . Date of Event equiring Statem Month/Day/Year 1/20/2017 | | 3. Issuer Name and Ticker or Trading Symbol <u>Arsanis, Inc.</u> [ASNS] | | | | | |
|--|---------|-------|---|--|---|---|---|--|--------------------|--|
| (Last) (First) (Middle) 2855 SAND HILL ROAD | | | | 4. Relationship of Reporting Perso (Check all applicable) Director X | () | | 5. If Amendment, Date of Original Filed (Month/Day/Year) | | | |
| (Street) MENLO PARK | CA | 94025 | | | Officer (give title below) | Other (spec below) | cify | Applicable Li X Form Form | ine) n filed by | /Group Filing (Check y One Reporting Person y More than One erson |
| (City) | (State) | (Zip) | | | | | | | | |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | | | | | |
| 1. Title of Security (Instr. 4) | | | | | . Amount of Securities eneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | | 4. Nature of Indirect Beneficial Ownership (Instr. 5) | | |
| Common Stock | | | | | 2,000,000 | I | | See Note 1 ⁽¹⁾ | | |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | |
| Exp | | | 2. Date Exerc Expiration Da (Month/Day/Y | ate | 3. Title and Amount of Securi Underlying Derivative Securi | ity (Instr. 4) Conver or Exer | | rcise Form: | | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Price of Derivati Securit | ive or Indi | irect | |

Explanation of Responses:

1. The Reporting Person is a manager of NEA 16 GP, LLC, ("NEA 16 GP") which is the sole general partner of NEA Partners 16, L.P. ("NEA Partners 16"). NEA Partners 16 is the sole general partner of New Enterprise Associates 16, L.P. ("NEA 16"), which is the direct beneficial owner of the shares. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the shares held by NEA 16 in which the Reporting Person has no pecuniary interest.

Remarks:

<u>/s/ Sasha Keough, attorney-in-</u>

fact

<u>11/20/2017</u>

** Signature of Reporting Person Date

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.