

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Murphy Sean</u>  (Last) (First) (Middle) C/O POSEIDA THERAPEUTICS, INC. 9390 TOWNE CENTRE DRIVE, SUITE 200  (Street) SAN DIEGO CA 92121  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Poseida Therapeutics, Inc. [ PSTX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 07/14/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	07/14/2020		C		7,013,918	A	(1)	7,013,918	I	See footnote <sup>(2)</sup>
Common Stock	07/14/2020		C		1,168,985	A	(1)	8,182,903	I	See footnote <sup>(2)</sup>
Common Stock	07/14/2020		C		690,124	A	(1)	8,873,027	I	See footnote <sup>(2)</sup>
Common Stock	07/14/2020		C		315,098	A	(1)	9,188,125	I	See footnote <sup>(2)</sup>
Common Stock	07/14/2020		P		10,000	A	\$16	10,000	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series A Preferred Stock	(1)	07/14/2020		C		8,746,356		(1)	(1)	Common Stock	7,013,918	(1)	0	I	See footnote <sup>(2)</sup>
Series A-1 Preferred Stock	(1)	07/14/2020		C		1,457,725		(1)	(1)	Common Stock	1,168,985	(1)	0	I	See footnote <sup>(2)</sup>
Series B Preferred Stock	(1)	07/14/2020		C		860,585		(1)	(1)	Common Stock	690,124	(1)	0	I	See footnote <sup>(2)</sup>
Series C Preferred Stock	(1)	07/14/2020		C		392,927		(1)	(1)	Common Stock	315,098	(1)	0	I	See footnote <sup>(2)</sup>

**Explanation of Responses:**

- Each share of the Issuer's Series A Preferred Stock, Series A-1 Preferred Stock, Series B Preferred Stock and Series C Preferred Stock (collectively, the "Preferred Stock") automatically converted into 0.8019246 shares of the Issuer's common stock upon the closing of the Issuer's initial public offering. The Preferred Stock had no expiration date.
- Represents shares of common stock issuable upon conversion of preferred stock held by Malin Holdings, a wholly owned subsidiary of Malin Corporation plc ("Malin"), and may be deemed to be beneficially owned by Malin. Malin may be deemed to share voting and investment power over securities held by Malin Holdings. Mr. Murphy currently serves as a member of the leadership team at Malin. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

**Remarks:**

/s/ Johanna M. Mylet, Attorney-in-Fact 07/15/2020

\*\* 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 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).

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.