

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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>Topspin Fund L.P.</u> (Last) (First) (Middle) <u>THREE EXPRESSWAY PLAZA</u> (Street) <u>ROSLYN NY 11577</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Oric Pharmaceuticals, Inc. [ORIC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/28/2020</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	04/28/2020		C		231,250	A	(1)	231,250	D (2)	
Common Stock	04/28/2020		C		497,809	A	(1)	729,059	D (2)	
Common Stock	04/28/2020		C		314,815	A	(1)	1,043,874	D (2)	
Common Stock	04/28/2020		C		2,268,750	A	(1)	2,268,750	I	See footnote (3)

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 B Preferred Stock	(1)	04/28/2020		C		231,250	(1)	(1)	Common Stock	231,250	\$ 0.00	0	D (2)		
Series C Preferred Stock	(1)	04/28/2020		C		497,809	(1)	(1)	Common Stock	497,809	\$ 0.00	0	D (2)		
Series D Preferred Stock	(1)	04/28/2020		C		314,815	(1)	(1)	Common Stock	314,815	\$ 0.00	0	D (2)		
Series B Preferred Stock	(1)	04/28/2020		C		2,268,750	(1)	(1)	Common Stock	2,268,750	\$ 0.00	0	I	See footnote (3)	

1. Name and Address of Reporting Person *

Topspin Fund L.P.

(Last) (First) (Middle)

THREE EXPRESSWAY PLAZA

(Street)

ROSLYN NY 11577

(City) (State) (Zip)

1. Name and Address of Reporting Person *

Topspin Biotech Fund II, L.P.

(Last) (First) (Middle)

THREE EXPRESSWAY PLAZA

(Street)

ROSLYN NY 11577

(City) (State) (Zip)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person *		
LG Management, LLC		
(Last)	(First)	(Middle)
THREE EXPRESSWAY PLAZA		
(Street)		
ROSLYN HEIGHTS	NY	11577
(City)	(State)	(Zip)
1. Name and Address of Reporting Person *		
GUTHART LEO		
(Last)	(First)	(Middle)
THREE EXPRESSWAY PLAZA		
(Street)		
ROSLYN HEIGHTS	NY	11577
(City)	(State)	(Zip)

Explanation of Responses:

- Each of the Series B Preferred Stock, Series C Preferred Stock and Series D Preferred Stock automatically converted into shares of Common Stock on a one to one basis immediately prior to the completion of the Issuer's initial public offering of Common Stock for no additional consideration and has no expiration date.
- The shares are held of record by Topspin Fund, L.P. LG Management, LLC, the general partner of Topspin Fund, L.P., may be deemed to have voting and dispositive power with respect to the shares. Leo A. Guthart, the managing member of LG Management, LLC, may also be deemed to have voting and dispositive power with respect to the shares. Each of LG Management, LLC and Leo A. Guthart disclaims beneficial ownership of the shares, except to the extent of their respective indirect pecuniary interests in such shares.
- The shares are held of record by Topspin Biotech Fund II, L.P. LG Management, LLC, the general partner of Topspin Biotech Fund II, L.P., may be deemed to have voting and dispositive power with respect to the shares. Leo A. Guthart, the managing member of LG Management, LLC, may also be deemed to have voting and dispositive power with respect to the shares. Each of LG Management, LLC and Leo A. Guthart disclaims beneficial ownership of the shares, except to the extent of their respective indirect pecuniary interests in such shares.

Remarks:

[TOPSPIN FUND, L.P., /s/ Leo A. Guthart, Managing Member of the General Partner](#) 04/28/2020

[TOPSPIN BIOTECH FUND II, L.P., /s/ Leo A. Guthart, Managing Member of the General Partner](#) 04/28/2020

[LG MANAGEMENT, LLC, /s/ Leo A. Guthart, Managing Member](#) 04/28/2020

[/s/ Leo A. Guthart](#) 04/28/2020

** 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.