

OMB APPROVAL	
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**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>Peterson Caryn</u>			2. Issuer Name and Ticker or Trading Symbol <u>Gossamer Bio, Inc. [ GOSS ]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <u>EVP, Regulatory Affairs</u>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/05/2023</u>		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	
3013 SCIENCE PARK ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street)	(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		
SAN DIEGO CA 92121						

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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				
Stock Option (Right to Buy)	\$22.1	05/05/2023		D		48,500		(1)	03/25/2029	Common Stock	48,500	(2)	0	D	
Stock Option (Right to Buy)	\$16.4	05/05/2023		D		13,750		(3)	12/23/2029	Common Stock	13,750	(4)	0	D	
Stock Option (Right to Buy)	\$14.55	05/05/2023		D		34,175		(5)	02/14/2030	Common Stock	34,175	(6)	0	D	
Stock Option (Right to Buy)	\$9.79	05/05/2023		D		28,250		(7)	02/25/2031	Common Stock	28,250	(8)	0	D	
Stock Option (Right to Buy)	\$8.49	05/05/2023		D		31,750		(9)	04/16/2031	Common Stock	31,750	(10)	0	D	
Stock Option (Right to Buy)	\$11.94	05/05/2023		D		190,000		(11)	01/05/2032	Common Stock	190,000	(12)	0	D	
Stock Option (Right to Buy)	\$1.36 <sup>(13)</sup>	05/05/2023		A		32,334		(1)	03/25/2029	Common Stock	32,334	(2)	32,334	D	
Stock Option (Right to Buy)	\$1.36 <sup>(13)</sup>	05/05/2023		A		9,167		(3)	12/23/2029	Common Stock	9,167	(4)	9,167	D	
Stock Option (Right to Buy)	\$1.36 <sup>(13)</sup>	05/05/2023		A		22,784		(5)	02/14/2030	Common Stock	22,784	(6)	22,784	D	
Stock Option (Right to Buy)	\$1.36 <sup>(13)</sup>	05/05/2023		A		18,834		(7)	02/25/2031	Common Stock	18,834	(8)	18,834	D	
Stock Option (Right to Buy)	\$1.36 <sup>(13)</sup>	05/05/2023		A		21,167		(9)	04/16/2031	Common Stock	21,167	(10)	21,167	D	
Stock Option (Right to Buy)	\$1.36 <sup>(13)</sup>	05/05/2023		A		126,667		(11)	01/05/2032	Common Stock	126,667	(12)	126,667	D	

**Explanation of Responses:**

- The shares subject to the option are fully vested.
- On May 5, 2023, the Issuer canceled an option granted on March 25, 2019. In exchange for the canceled option, the reporting person received 32,334 options to purchase common stock having a lower exercise price

with the same vesting terms.

3. 25% of the total number of shares subject to the option vested on December 23, 2020 and 1/48th of the total number of shares subject to the option vest on the last day of each one-month period thereafter, subject to the Reporting Person's continuous service to the Issuer on each such vesting date.

4. On May 5, 2023, the Issuer canceled an option granted on December 23, 2019. In exchange for the canceled option, the reporting person received 9,167 options to purchase common stock having a lower exercise price with the same vesting terms.

5. 25% of the total number of shares subject to the option vested on February 14, 2021 and 1/48th of the total number of shares subject to the option vest on the last day of each one-month period thereafter, subject to the Reporting Person's continuous service to the Issuer on each such vesting date.

6. On May 5, 2023, the Issuer canceled an option granted on February 14, 2020. In exchange for the canceled option, the reporting person received 22,784 options to purchase common stock having a lower exercise price with the same vesting terms.

7. 25% of the total number of shares subject to the option vested on February 25, 2022 and 1/48th of the total number of shares subject to the option vest on the last day of each one-month period thereafter, subject to the Reporting Person's continuous service to the Issuer on each such vesting date.

8. On May 5, 2023, the Issuer canceled an option granted on February 25, 2021. In exchange for the canceled option, the reporting person received 18,834 options to purchase common stock having a lower exercise price with the same vesting terms.

9. 25% of the total number of shares subject to the option vested on April 16, 2022 and 1/48th of the total number of shares subject to the option vest on the last day of each one-month period thereafter, subject to the Reporting Person's continuous service to the Issuer on each such vesting date.

10. On May 5, 2023, the Issuer canceled an option granted on April 16, 2021. In exchange for the canceled option, the reporting person received 21,167 options to purchase common stock having a lower exercise price with the same vesting terms.

11. One-third of the total number of shares subject to the option vested on January 6, 2023 and 1/36th of the total number of shares subject to the option vest on the last day of each one-month period thereafter, subject to the Reporting Person's continuous service to the Issuer on each such vesting date.

12. On May 5, 2023, the Issuer canceled an option granted on January 6, 2022. In exchange for the canceled option, the reporting person received 126,667 options to purchase common stock having a lower exercise price with the same vesting terms.

13. The exercise price of the option is \$1.36 per share, representing the fair market value per share of the Issuer's common stock on the date of grant; provided that in the event the option is exercised prior to May 5, 2024, or the Reporting Person's employment terminates prior to May 5, 2024 other than due to death, disability or circumstances giving rise to severance under the Reporting Person's employment agreement, the exercise price will be increased to the exercise price of the cancelled option in exchange for which this option was granted.

**Remarks:**

/s/ Jeff Boerneke, Attorney-in-  
Fact

05/09/2023

\*\* 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.

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