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

1. Name and Address of Reporting Person*

(Last)

Vivo Ventures V Affiliates Fund, L.P.

(First)

(Middle)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden response: 0.5

> > 7. Nature of Indirect Beneficial Ownership (Instr. 4)

Footnote⁽¹⁾

11. Nature of Indirect Beneficial Ownership

| | ons may contin ion 1(b). | ue. See | | Fil | | | | | | | ities Exchan | | f 1934 | | | hou | rs per | response: | 0 |
|---|---|---|------------------------|-------------------------------|--|------------|-------|---------|-----------------|---|----------------------------|---------------------|-----------------------------------|--|--|--|---|--|--|
| Name and Address of Reporting Person* <u>Vivo Ventures V, LLC</u> | | | | | 2. Issuer Name and Ticker or Trading Symbol SOLENO THERAPEUTICS INC [SLNO] | | | | | | | | | 5. Relationship of Reporting Person(s) to (Check all applicable) Director X 10% | | | Issuer Owner | | |
| (Last) (First) (Middle) C/O VIVO CAPITAL LLC 192 LYTTON AVENUE | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/02/2019 | | | | | | | | | - Officer (give title Other (specify below) below) | | | | | |
| 192 LYT | TON AVE | NUE ———————————————————————————————————— | | | _ 4. I | f Amer | ndmen | t, Date | of Origin | ıal File | d (Month/Da | ay/Year) | | 6. In | | or Joint/Gro | up Fil | ing (Check | Applicable |
| (Street) PALO ALTO, CA 94301 | | | | _ | | | | | | | | | | Form filed by One Reporting Person X Form filed by More than One Reporting Person | | | | | |
| (City) | (Si | • | (Zip) | | | | | | | | | | | | | | | | |
| 1. Title of S | Security (Inst | | le I - No | 2. Transa Date (Month/D | action | 2A. Exc | Deem | ed | 3. Transa | action | 4. Securition Disposed (5) | es Acqui | red (A) | or | 5. Amor Securit Benefic Owned | unt of ies cially Following | Forr (D) | wnership n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | | | Code | v | Amount | (A) (D) | or Pri | ice | Reported Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | |
| Common Stock | | | 12/02 | /2019 | 2019 | | S | | 34,028 | D | \$1 | 1.62 ⁽²⁾ | 3,63 | 33,805 | | I | See Footnote | | |
| | | Ta | able II - | | | | | | | | osed of, convertib | | | | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Execution Date, if any | | 4. Transa Code 8) | | of | | Expirat | 6. Date Exercisa Expiration Date (Month/Day/Yea | | Amount | | Di Si (li | . Price of erivative ecurity nstr. 5) | 9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Owr Forr Dire or Ir (I) (II | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Benefici Ownersh (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercis | sable | Expiration Date | Title | Amou or Numb of Share | er | | | | | |
| | nd Address of entures V | Reporting Person* | | | , | | | | | | | , | | | | , | | | , |
| | O CAPITA | | (Mid | ddle) | | | | | | | | | | | | | | | |
| (Street) | LTO, | CA | 943 | 301 | | | | | | | | | | | | | | | |
| (City) | | (State) | (Zip | 0) | | | | | | | | | | | | | | | |
| | | Reporting Person* und V, L.P. | 7 | | | | | | | | | | | | | | | | |
| | O CAPITA | | (Mi | ddle) | | _ | | | | | | | | | | | | | |
| (Street) | LTO, | CA | 943 | 301 | | | | | | | | | | | | | | | |
| (City) | | (State) | (Zip | D) | | | | | | | | | | | | | | | |

| C/O VIVO CAPITAL LLC | | | | | | | | |
|----------------------|---------|--------|--|--|--|--|--|--|
| 192 LYTTON AVENUE | | | | | | | | |
| | | | | | | | | |
| (Street) | C A | 0.4201 | | | | | | |
| PALO ALTO, | CA | 94301 | | | | | | |
| (City) | (State) | (Zip) | | | | | | |
| ()/ | (=::::) | (| | | | | | |

Explanation of Responses:

1. The shares of common stock are held of record by Vivo Ventures Fund V, L.P. and Vivo Ventures V Affiliates Fund, L.P. ("Vivo Fund V"). Vivo Ventures V, LLC is the sole general partner of Vivo Fund V, and may be deemed to beneficially own the shares of common stock owned by Vivo Fund V. Vivo Ventures V, LLC disclaims beneficial ownership of the shares of Issuer held by Vivo Fund V, except to the extent of its pecuniary interest therein. The voting members of Vivo Ventures V, LLC are Frank Kung, Albert Cha and Edgar Engleman, none of whom has individual voting or investment power with respect to these shares and each of whom disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.

2. The price reported herein is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.60 to \$1.65, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.

/s/ Frank Kung as a managing 12/03/2019 member of Vivo Ventures V, **LLC** /s/ Frank Kung as a managing member of Vivo Ventures V, 12/03/2019 LLC, general partner of Vivo Ventures Fund V, L.P. /s/ Frank Kung as a managing member of Vivo Ventures V, 12/03/2019 LLC, general partner of Vivo Ventures V Affiliates Fund, <u>L.P,</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 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.