

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

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

1. Name and Address of Reporting Person* <u>Vivo Ventures V, LLC</u>  (Last) (First) (Middle) <u>C/O VIVO CAPITAL LLC</u> <u>192 LYTTON AVENUE</u>  (Street) <u>PALO ALTO CA 94301</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SOLENO THERAPEUTICS INC [ SLNO ]</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>11/13/2019</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	11/13/2019		S		14,229	D	\$1.55 <sup>(2)</sup>	3,871,997	I	See Footnote <sup>(1)</sup>
Common Stock	11/14/2019		S		31,391	D	\$1.55 <sup>(3)</sup>	3,840,606	I	See Footnote <sup>(1)</sup>
Common Stock	11/15/2019		S		51,404	D	\$1.55 <sup>(4)</sup>	3,789,202	I	See Footnote <sup>(1)</sup>

**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)		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)					

1. Name and Address of Reporting Person\*

Vivo Ventures V, LLC

(Last) (First) (Middle)

C/O VIVO CAPITAL LLC

192 LYTTON AVENUE

(Street)

PALO ALTO CA 94301

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Vivo Ventures Fund V, L.P.

(Last) (First) (Middle)

C/O VIVO CAPITAL LLC

192 LYTTON AVENUE

(Street)

PALO ALTO CA 94301

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Vivo Ventures V Affiliates Fund, L.P.

(Last) (First) (Middle)

C/O VIVO CAPITAL LLC  
192 LYTTON AVENUE

(Street)

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 \$1.55 to \$1.57, 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.
3. The price reported herein is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.55 to \$1.56, 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 (3) to this Form 4.
4. The price reported herein is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.55 to \$1.555, 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 (4) to this Form 4.

/s/ Frank Kung as a managing member of Vivo Ventures V, LLC 11/15/2019

/s/ Frank Kung as a managing member of Vivo Ventures V, LLC, general partner of Vivo Ventures Fund V, L.P. 11/15/2019

/s/ Frank Kung as a managing member of Vivo Ventures V, LLC, general partner of Vivo Ventures V Affiliates Fund, L.P. 11/15/2019

\*\* 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.**