

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

1. Name and Address of Reporting Person* <u>SCHULER JACK W</u> (Last) (First) (Middle) 100 N. FIELD DRIVE, SUITE 360 (Street) <u>LAKE FOREST IL</u> 60045 (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) 12/07/2020	
	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 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	12/07/2020		S		65,782	D	\$1.9058	11,303,080	I	See Footnote ⁽¹⁾
Common Stock	12/08/2020		S		63,746	D	\$1.854	11,239,334	I	See Footnote ⁽¹⁾
Common Stock	12/30/2020		S		33,697	D	\$1.9522	11,205,637	I	See Footnote ⁽¹⁾
Common Stock	12/31/2020		S		520	D	\$1.9496	11,205,117	I	See Footnote ⁽¹⁾
Common Stock	12/31/2020		S		98,862	D	\$1.9036	11,106,255	I	See Footnote ⁽¹⁾
Common Stock	01/04/2021		S		102,000	D	\$1.9917	11,004,255	I	See Footnote ⁽¹⁾
Common Stock	01/19/2021		S		29,723	D	\$2.0549	10,974,532	I	See Footnote ⁽¹⁾
Common Stock	01/20/2021		S		20,277	D	\$2.0952	10,954,255	I	See Footnote ⁽¹⁾
Common Stock	01/21/2021		S		15,566	D	\$2.097	10,938,689	I	See Footnote ⁽¹⁾
Common Stock	01/22/2021		S		72,591	D	\$2.0883	10,866,098	I	See Footnote ⁽¹⁾
Common Stock	01/25/2021		S		12,818	D	\$2.0567	10,853,280	I	See Footnote ⁽¹⁾
Common Stock	01/26/2021		S		12,763	D	\$2.0535	10,840,517	I	See Footnote ⁽¹⁾
Common Stock	01/27/2021		S		100	D	\$2.05	10,840,417	I	See Footnote ⁽¹⁾
Common Stock	02/18/2021		S		258,300	D	\$2.9521	10,582,117	I	See Footnote ⁽¹⁾
Common Stock	02/25/2021		S		200	D	\$2.71	10,581,917	I	See Footnote ⁽¹⁾
Common Stock	04/08/2021		S		248,636	D	\$1.2098	10,333,281	I	See Footnote ⁽¹⁾
Common Stock	04/09/2021		S		250,000	D	\$1.2017	10,083,281	I	See Footnote ⁽¹⁾
Common Stock	04/28/2021		S		80,498	D	\$1.2555	10,002,783	I	See Footnote ⁽¹⁾
Common Stock	04/30/2021		S		5,625	D	\$1.25	9,997,158	I	See Footnote ⁽¹⁾

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	05/05/2021		S		248,115	D	\$1.1412	9,749,043	I	See Footnote ⁽¹⁾
Common Stock	05/18/2021		S		41,195	D	\$1.0306	9,707,848	I	See Footnote ⁽¹⁾
Common Stock	01/15/2021		S		35,231	D	\$2.1128	4,460,894	I	See Footnote ⁽²⁾
Common Stock	02/03/2021		S		14,700	D	\$2.1301	4,446,194	I	See Footnote ⁽²⁾
Common Stock	02/22/2021		S		700	D	\$2.9706	4,445,494	I	See Footnote ⁽²⁾
Common Stock	03/04/2021		S		172,717	D	\$2.6203	4,272,777	I	See Footnote ⁽²⁾
Common Stock	03/05/2021		S		187,985	D	\$2.67	4,084,792	I	See Footnote ⁽²⁾

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					

Explanation of Responses:

- The shares are held by the Jack W. Schuler Living Trust, for which the Reporting Person serves as Trustee.
- The shares are held by the Schuler Family Foundation, for which the Reporting Person serves as President.

Remarks:

Certain transactions reported in this Form 4 are matchable under Section 16(b) of the Securities Exchange Act of 1934, as amended, with certain prior purchases of shares by the Schuler Living Trust. The Schuler Living Trust has disgorged to the Issuer, on a voluntary basis, the full amount of any recoverable profits.

/s/ Jack W. Schuler

08/03/2021

** 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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