SEC Form 4

Instruction 1(b).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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j	STATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP
to Section 16. Form 4 or Form 5		
obligations may continue. See		

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>Tomasi Adam</u>		g Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>Allakos Inc.</u> [ALLK]		ationship of Reporting Po < all applicable) Director	10% Owner	
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)	
975 ISLAND DRIVE, SUITE 201			03/02/2021		President, COO and CFO		
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fili	ing (Check Applicable	
REDWOOD CITY	CA	94065		X	Form filed by One Re	porting Person	
			—		Form filed by More th Person	an One Reporting	
(City)	(State)	(Zip)					

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)	(1150.4)	(1150.4)	
Common Stock	03/03/2021		S		3,189	D	\$113.56 ⁽¹⁾	153,126 ⁽²⁾	D		
Common Stock	03/02/2021		F		1,717 ⁽³⁾	A	\$117.82	156,315	D		
Common Stock								3,953 ⁽⁴⁾	Ι	See footnote ⁽⁵⁾	

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. Transa Code (8)		of Exp		6. Date Exerc Expiration Da (Month/Day/Y	4 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)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	,, (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 18, 2020. This transaction was executed in multiple trades at prices ranging from \$111.59 to \$116.78 per share. The sale price reported represents the weighted average sale price. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person hereby undertakes to provide full information regarding the number of shares sold at each separate price.

2. Includes shares of common stock purchased under the Company's 2018 Employee Stock Purchase Plan.

3. Shares withheld to satisfy the tax obligations by the reporting person in connection with the vesting of RSUs.

4. Includes 3,953 shares received as a pro-rata in-kind distribution of Common Stock of the Issuer by Alta Partners Management VIII, LLC (APM VIII), without consideration, to the reporting person as a non-managing member of APM VIII.

5. The shares are held by Mr. Tomasi and Carrie Tomasi, as Trustees of the Tomasi Living Trust dated July 14, 2017.

Remarks:

/s/ Adam Tomasi

** Signature of Reporting Person Date

03/03/2021

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.