

STERTZER SIMON H  
Form 4  
March 22, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STERTZER SIMON H

2. Issuer Name and Ticker or Trading Symbol  
BioCardia, Inc. [BCDA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
03/21/2018

Director  10% Owner  
 Officer (give title below)  Other (specify below)

C/O BIOCARDIA, INC., 125 SHOREWAY ROAD, SUITE B

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

SAN CARLOS, CA 94070

(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. 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 Ownership (Instr. 4) |           |   |                         |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----------|---|-------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |           |   |                         |
| Common Stock                    | 03/21/2018                           |  | P                              |   | 4,000   | A  | \$ 1.91<br><u>(1)</u>             | 2,590,608 | I | See Footnote <u>(2)</u> |
| Common Stock                    | 03/22/2018                           |  | P                              |   | 3,000   | A  | \$ 1.87<br><u>(1)</u>             | 2,593,608 | I | See footnote <u>(2)</u> |
| Common Stock                    |                                      |  |                                |   |   |  |                                   | 409,680   | I | See footnote <u>(3)</u> |
| Common Stock                    |                                      |  |                                |   |   |  |                                   | 104,910   | I | See footnote <u>(4)</u> |
|                                 |                                      |  |                                |   |   |  |                                   | 448,895   | I |                         |

Common  
Stock

See  
footnote (5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| STERTZER SIMON H<br>C/O BIOCARDIA, INC.<br>125 SHOREWAY ROAD, SUITE B<br>SAN CARLOS, CA 94070 |               | X         |         |       |

## Signatures

/s/ Peter Altman, by power of attorney  
Date: 03/22/2018

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) This transaction was executed in multiple trades at prices ranging from \$1.90 to \$1.94 for the March 21, 2018 purchases and \$1.85 to \$1.90 for the March 22, 2018 purchases; the price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and prices at which the transactions were effected upon request to the SEC staff, the Registrant, or a security holder of the Registrant.

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- (2) These shares are held by the Stertz Family Trust, of which the Reporting Person and his spouse are co-trustees.
- (3) These shares are held by Windrock Enterprises L.L.C., of which the Reporting Person and his spouse are sole members and managers.
- (4) These shares are held by the Stertz Gamma Trust, of which the Reporting Person is the grantor.
- (5) These shares are held by Stertz Holdings LLC, and the Reporting Person may be deemed to have beneficial ownership of such shares.

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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