SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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 [*] Lees-Rolfe Garth			2. Date of Event Requiring Statement (Month/Day/Year) 04/01/2024		Issuer Name and Ticker or Trading Symbol <u>hibikase Therapeutics, Inc.</u> [IKT]					
(Last)	(First) (Middle)			4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)			
1 CRANBERRY HILL, SUITE 200			x	Director Officer (give title below)	10% Owner Other (specify below)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) LEXINGTON	МА	02421			Chief Financial	Officer		Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)								

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)					
Table II. Dambastics Consulting Damafisially Occurred								

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		Conversion or Exercise	Form: Direct (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Indirect (I) Derivative (Instr. 5) Security		
Stock Option (right to buy)	(1)	11/28/2029	Common Stock	5,834(2)	3.79 ⁽²⁾	D	

Explanation of Responses:

1. One-third of the options vested and became exercisable on November 28, 2023. One-third of the options will vest and become exercisable on November 28, 2024 and one-third of the options will vest and become exercisable on November 28, 2025, in each case subject to continued employment through each such vesting date.

2. The number of shares and the exercise price have been adjusted to reflect a one-for-six reverse stock split of the Issuer's common stock effected on June 30, 2023.

/s/ Garth Lees-Rolfe

** Signature of Reporting Person

04/02/2024 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 5 (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.

OMB APPROVAL