SEC Form 4

FORM 4

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

OMB APPROVAL

OMB Number:	3235-0287								
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

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*				2. Issuer Name and Ticker or Trading Symbol Outset Medical, Inc. [OM]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Brottem John L.					<u>, , , , , , , , , , , , , , , , , , , </u>			L				Owner			
		3 D	ate of Earliest Trans	saction	(Mont	h/Dav/Year)	X	Officer (give title below)	Other below	(specify					
(Last)	(First)		3. Date of Earliest Transaction (Month/Day/Year) 02/15/2022							General Counsel					
3052 ORCHARD DRIVE															
(Street)					4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)				
SAN JOSE	CA	95134									Form filed by One Reporting Person				
	(Stata)	(7:-)									Form filed by More than One Reporting Person				
(City)	(State)	(Zip)													
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned															
1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day)			Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
						Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock 02/15/20						М		3,000	Α	\$9.48	40,309	D			
Common Stock 02/15/20						S ⁽¹⁾		3,000	D	\$35.917(2)	37,309	D			
Common Stock 02/15/20)22		М		7,002	Α	\$9.48	44,311	D			
Common Stock 02/15/20)22		S ⁽¹⁾		7,002	D	\$35.917(2)	37,309	D			
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)		Transaction of Code (Instr. Derivative		6. Date Exer Expiration D (Month/Day/	ate	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	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$9.48	02/15/2022		М			7,002	(3)	05/26/2030	Common Stock	7,002	\$0.0	45,224	D	
Performance Options (right to buy)	\$9.48	02/15/2022		м			3,000	(4)	05/26/2030	Common Stock	3,000	\$0.0	4,265	D	

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person on November 12, 2021.

2. The price reported in Column 4 is a weighted average price. The shares of common stock of the Issuer were sold in multiple transactions at prices ranging from: \$45.00-\$45.99 - 7,257 shares; \$46.00-\$46.99 - 2,745 shares. 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 range set forth in this footnote.

3. This option vests 25% on May 26, 2021 and then in 36 equal monthly installments thereafter, subject to the reporting person's continued employment through the applicable vesting date.

4. This option vests if and to the extent that (i) the sum of (A) the 30-day closing price trading average of one Share of common stock of the Issuer ("Share") and (B) the Aggregate Cash Distributions is equal to or greater than \$19.12 on any day following the expiration of the post-offering lockup period or (ii) the sum of (X) the value of all consideration that is distributable with respect to one Share in connection with a Corporate Event and (Y) the Aggregate Cash Distributions is equal to or greater than \$20.86 as of the effective date of such Corporate Event.

John L Brottem

02/16/2022 Date

** Signature of Reporting Person

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.