(Street)

**SOUTH SAN** 

**FRANCISCO** 

FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

| Washington, | D.C. | 20549 |
|-------------|------|-------|

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |  |  |  |  |  |  |  |  |  |
|--------------------------|--|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0287    |  |  |  |  |  |  |  |  |  |
| Estimated average burden |  |  |  |  |  |  |  |  |  |
| hours per response: 0.5  |  |  |  |  |  |  |  |  |  |

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

Person

Form filed by One Reporting Person

Form filed by More than One Reporting

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

94080

285 EAST GRAND AVENUE

|  | (-)                 |          | or Section 30(h) of the Investment Company Act of 1940                               | . 100 ! |   |                |  |  |
|--|---------------------|----------|--|---------|---|----------------|--|--|
| Name and Address of Reporting Person*  ONLY 11 Cilyana N. 11 |                     |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol Unity Biotechnology, Inc. [ UBX ] |         | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |                |  |  |
| O'Nelli G  | 'Neill Gilmore Neil |          | Sinty Distremision [ Oshi ]  | X       | Director  | 10% Owner      |  |  |
|  |                     |          |  |         | Officer (give title   | Other (specify |  |  |
| (Last)   | (First)             | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)                                     |         | below)  | below)         |  |  |
| C/O UNITY BIOTECHNOLOGY, INC.                                |                     |          | 12/10/2020   |         |   |                |  |  |

| (City)                          | (State)  | (Zip) |  |  |      |   |                         |  |   |   |  |            |  |  |
|---------------------------------|--|-------|--|--|------|---|-------------------------|--|---|---|--|------------|--|--|
|                                 | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |       |  |  |      |   |                         |  |   |   |  |            |  |  |
| 1. Title of Security (Instr. 3) |  |       | 2. Transaction<br>Date<br>(Month/Day/Year) | Execution Date, if any if any (Month/Day/Year)   Transaction Code (Instr. 8)   Disposed Of (D) (Instr. 3, 4 and Securities Beneficially (D) or (I) (Instr. 8)   Disposed Of (D) (Instr. 3, 4 and Securities Beneficially (D) or (I) (Instr. 8)   Disposed Of (D) (Instr. 3, 4 and Securities Beneficially (D) or (I) (Instr. 8)   Disposed Of (D) (Instr. 3, 4 and Securities Beneficially (D) or (I) (Instr. 8)   Disposed Of (D) (Instr. 3, 4 and Securities Beneficially (D) owned Following (D) or (I) (Instr. 8)   Disposed Of (D) (Instr. 8)   Dispo |      |   |                         |  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |            |  |  |
|                                 |  |       |  |  | Code | v | Amount (A) or (D) Price |  |   | Reported<br>Transaction(s)<br>(Instr. 3 and 4)      |  | (Instr. 4) |  |  |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

|   | (e.g., puts, calls, warrants, options, convertible securities)        |  |   |                              |   |        |     |  |                    |   |  |   |  |  |  |
|---|---|--|---|------------------------------|---|--------|-----|--|--------------------|---|--|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of     |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)    | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Stock<br>Option<br>(Right to<br>Buy)                | \$6.12  | 12/10/2020                                 |   | A                            |   | 50,000 |     | (1)  | 12/09/2030         | Common<br>Stock   | 50,000                                 | \$0.00  | 50,000   | D  |  |

## **Explanation of Responses:**

1. Shares subject to the stock option vest and become exercisable in successive, equal monthly installments over a 36-month period commencing on December 10, 2020 (the "Vesting Commencement Date"), so that 100% of the shares become fully vested and exercisable on the third anniversary of the Vesting Commencement Date, subject to Reporting Person's continued service relationship with the Issuer on each such vesting date.

## Remarks:

/s/ Anirvan Ghosh, Attorney-in-12/14/2020 Fact for Gilmore O'Neill

\*\* 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.

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.