

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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>Norwest Venture Partners XIII, LP</u>  (Last) (First) (Middle) 525 UNIVERSITY AVENUE SUITE 800  (Street) PALO ALTO CA 94301  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Silk Road Medical Inc [ SILK ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 04/08/2019	
		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock <sup>(1)</sup>	04/08/2019		C		2,458,210	A	(2)	2,458,210	D	
Common Stock <sup>(1)</sup>	04/08/2019		X		3,764	A	\$8.27	2,461,974	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)	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 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				
Series C Preferred Stock <sup>(1)</sup>	(2)	04/08/2019		C		2,458,210		(2)	(2)	Common Stock	2,458,210	\$0.00	0	D	
Warrant (Right to buy) <sup>(1)</sup>	\$8.27	04/08/2019		X		3,764		(3)	12/21/2024	Common Stock	3,764	\$0.00	0	D	

1. Name and Address of Reporting Person\*  
Norwest Venture Partners XIII, LP  
 (Last) (First) (Middle)  
 525 UNIVERSITY AVENUE  
 SUITE 800  
 (Street)  
 PALO ALTO CA 94301  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Crowe Jeffrey  
 (Last) (First) (Middle)  
 525 UNIVERSITY AVENUE  
 SUITE 800  
 (Street)  
 PALO ALTO CA 94301  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Kossow Jon Erik  
 (Last) (First) (Middle)

525 UNIVERSITY AVENUE  
SUITE 800

(Street)  
PALO ALTO CA 94301

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

HAQUE PROMOD

(Last) (First) (Middle)

525 UNIVERSITY AVENUE  
SUITE 800

(Street)  
PALO ALTO CA 94301

(City) (State) (Zip)

**Explanation of Responses:**

1. The securities shown on Lines 1 and 2 of Table I and Lines 1 and 2 of Table II represent securities held of record by Norwest Venture Partners XIII, LP ("NVP XIII"). Genesis VC Partners XIII, LLC ("Genesis XIII") is the general partner of NVP XIII and may be deemed to have sole voting and dispositive power over the shares held by NVP XIII. NVP Associates, LLC ("NVP Associates"), the managing member of Genesis XIII, and Promod Haque, Jeffrey Crowe and Jon E. Kossow, as Co-Chief Executive Officers of NVP Associates, may be deemed to share voting and dispositive power with respect to such securities. Such entities and Haque, Crowe, and Kossow disclaim beneficial ownership of all such securities, except to the extent of any pecuniary interest therein.
2. The Series C Preferred Stock automatically converted into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Common Stock and has no expiration date.
3. All of the shares subject to the warrant are fully exercisable as of the date hereof.

**Remarks:**

/s/ Matthew De Dominicis,  
Chief Financial Officer

04/10/2019

\*\* 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.