

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

| OMB APPROVAL                                 |           |
|--|-----------|
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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*<br><u>WARBURG PINCUS &amp; CO.</u><br><br>(Last) (First) (Middle)<br>C/O WARBURG PINCUS LLC<br>450 LEXINGTON AVENUE<br><br>(Street)<br>NEW YORK NY 10017<br><br>(City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year)<br>04/03/2019 | 3. Issuer Name and Ticker or Trading Symbol<br><u>Silk Road Medical Inc [ SILK ]</u>  |   |
|   |   | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year)<br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br>Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

**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) |
|---------------------------------|---|--|---|
| Common Stock                    | 19,901  | D <sup>(1)(2)(3)</sup>                                   |   |

**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) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|-----------------|---|--|--|---|
|   | Date Exercisable   | Expiration Date |   |  |  |   |
| Series B Preferred Stock                        | (4)  | (4)             | Common Stock  | 5,637,492 <sup>(5)</sup>                               | (4)  | D   |
| Series C Preferred Stock                        | (4)  | (4)             | Common Stock  | 5,904,180 <sup>(6)</sup>                               | (4)  | D   |
| Series C Preferred Stock Warrant (Right to buy) | (7)  | 08/07/2022      | Common Stock  | 1,071,902  | 6.11   | D <sup>(8)</sup>                                      |
| Series C Preferred Stock Warrant (Right to buy) | (7)  | 10/13/2023      | Common Stock  | 1,074,072  | 6.11   | D <sup>(8)</sup>                                      |
| Series C Preferred Stock Warrant (Right to buy) | (7)  | 08/07/2022      | Common Stock  | 34,291   | 6.11   | D <sup>(9)</sup>                                      |
| Series C Preferred Stock Warrant (Right to buy) | (7)  | 10/13/2023      | Common Stock  | 34,361   | 6.11   | D <sup>(9)</sup>                                      |

1. Name and Address of Reporting Person\*  
WARBURG PINCUS & CO.  
 (Last) (First) (Middle)  
 C/O WARBURG PINCUS LLC  
 450 LEXINGTON AVENUE  
 (Street)  
 NEW YORK NY 10017  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
KAYE CHARLES R  
 (Last) (First) (Middle)  
 C/O WARBURG PINCUS LLC  
 450 LEXINGTON AVENUE  
 (Street)  
 NEW YORK NY 10017

|  |         |          |
|--|---------|----------|
| (City)                                   | (State) | (Zip)    |
| 1. Name and Address of Reporting Person* |         |          |
| <u>Landy Joseph P.</u>                   |         |          |
| (Last)                                   | (First) | (Middle) |
| C/O WARBURG PINCUS LLC                   |         |          |
| 450 LEXINGTON AVENUE                     |         |          |
| (Street)                                 |         |          |
| NEW YORK                                 | NY      | 10017    |
| (City)                                   |         |          |
| (State)                                  | (Zip)   |          |

**Explanation of Responses:**

- 19,285 of these shares are held of record by WP X Finance, L.P. ("WP X Finance") and 616 of these shares are held of record by Warburg Pincus X Partners, L.P. ("WPXP").
- WPX GP, L.P., a Delaware limited partnership ("WPX GP"), is the managing general partner of WP X Finance. Warburg Pincus Private Equity X, L.P., a Delaware limited partnership ("WP X"), is the general partner of WPX GP. Warburg Pincus X, L.P., a Delaware limited partnership ("WPX LP"), is the general partner of WPX and WPXP. Warburg Pincus X GP L.P., a Delaware limited partnership ("WP X GP LP"), is the general partner of WPX LP. WPP GP LLC, a Delaware limited liability company ("WPP GP"), is the general partner of WP X GP LP. Warburg Pincus Partners, L.P., a Delaware limited partnership ("WP Partners"), is the managing member of WPP GP. Warburg Pincus Partners GP LLC, a Delaware limited liability company ("WP Partners GP"), is the general partner of WP Partners.
- (continuation from footnote 2) Warburg Pincus & Co., a New York general partnership ("WP"), is the managing member of WP Partners GP. Charles R. Kaye and Joseph P. Landy are each Managing General Partners of WP and may each be deemed to control the Warburg Pincus entities. Messrs. Kaye and Landy disclaim beneficial ownership of all shares held by the Warburg Pincus entities.
- Each share of Series B Preferred Stock and Series C Preferred Stock shall automatically convert into Common Stock on a one-for-one basis immediately prior to the closing of the Issuer's initial public offering of Common Stock and has no expiration date
- 5,462,731 of these shares are held of record by WP X Finance and 174,761 of these shares are held of record by WPXP.
- 5,721,152 of these shares are held of record by WP X Finance and 183,028 of these shares are held of record by WPXP.
- All of the shares subject to this warrant are exercisable as of the date hereof.
- This warrant is held by WP X Finance.
- This warrant is held by WPXP.

**Remarks:**

Due to a 10-filer limitation, this is the second of two Forms 3 filed by entities and individuals related to WP X Finance, L.P.

[See Exhibit 99.1](#)

[04/03/2019](#)

\*\* 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 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.**

**Exhibit 99.1**  
Signatures of Reporting Persons

**WP X FINANCE, L.P.**

By: WPX GP, L.P., its managing general partner

By: Warburg Pincus Private Equity X, L.P., its general partner

By: Warburg Pincus X, L.P., its general partner

By: Warburg Pincus X GP L.P., its general partner

By: WPP GP LLC, its general partner

By: Warburg Pincus Partners, L.P., its managing member

By: Warburg Pincus Partners GP LLC, its general partner

By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss 4/03/2019

\*\*Signature of Reporting Person

Date

Name: Robert B. Knauss

Title: Partner

**WPX GP, L.P.**

By: Warburg Pincus Private Equity X, L.P., its general partner

By: Warburg Pincus X, L.P., its general partner

By: Warburg Pincus X GP L.P., its general partner

By: WPP GP LLC, its general partner

By: Warburg Pincus Partners, L.P., its managing member

By: Warburg Pincus Partners GP LLC, its general partner

By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss 4/03/2019

\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**WARBURG PINCUS PRIVATE EQUITY X, L.P.**

By: Warburg Pincus X, L.P., its general partner

By: Warburg Pincus X GP L.P., its general partner

By: WPP GP LLC, its general partner

By: Warburg Pincus Partners, L.P., its managing member

By: Warburg Pincus Partners GP LLC, its general partner

By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss 4/03/2019

\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**WARBURG PINCUS X PARTNERS, L.P.**

By: Warburg Pincus X, L.P., its general partner

By: Warburg Pincus X GP L.P., its general partner

By: WPP GP LLC, its general partner

By: Warburg Pincus Partners, L.P., its managing member

By: Warburg Pincus Partners GP LLC, its general partner

By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss 4/03/2019

\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**WARBURG PINCUS X, L.P.**

By: Warburg Pincus X GP L.P., its general partner

By: WPP GP LLC, its general partner

By: Warburg Pincus Partners, L.P., its managing member

By: Warburg Pincus Partners GP LLC, its general partner

By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss 4/03/2019

\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**WARBURG PINCUS X GP L.P.**

By: WPP GP LLC, its general partner

By: Warburg Pincus Partners, L.P., its managing member

By: Warburg Pincus Partners GP LLC, its general partner

By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss 4/03/2019

\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**WPP GP LLC**

By: Warburg Pincus Partners, L.P., its managing member

By: Warburg Pincus Partners GP LLC, its general partner

By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss 4/03/2019

\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**WARBURG PINCUS PARTNERS, L.P.**

By: Warburg Pincus Partners GP LLC, its general partner

By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss 4/03/2019  
\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**WARBURG PINCUS PARTNERS GP LLC**

By: Warburg Pincus & Co., its managing member

By: /s/ Robert B. Knauss 4/03/2019  
\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**WARBURG PINCUS & CO.**

By: /s/ Robert B. Knauss 4/03/2019  
\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**CHARLES R. KAYE**

By: /s/ Robert B. Knauss 4/03/2019  
\*\*Signature of Reporting Person Date

Name: Robert B. Knauss, attorney-in-fact\*

**JOSEPH P. LANDY**

By: /s/ Robert B. Knauss

4/03/2019

\*\*Signature of Reporting Person

Date

Name: Robert B. Knauss, attorney-in-fact\*

\* The Power of Attorney given by each of Mr. Kaye and Mr. Landy was previously filed with the U.S. Securities and Exchange Commission on July 12, 2016 as an exhibit to a beneficial ownership report on Schedule 13D filed by WP LLC with respect to WEX Inc. and is hereby incorporated by reference.