

**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* <u>WARBURG PINCUS &amp; CO.</u>  (Last) (First) (Middle) <u>C/O WARBURG PINCUS LLC</u> <u>450 LEXINGTON AVENUE</u>  (Street) <u>NEW YORK NY 10017</u>  (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) <u>08/08/2019</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	08/08/2019		S		4,163,328 <sup>(1)</sup>	D	\$39.5 <sup>(2)</sup>	8,036,301 <sup>(3)(4)(5)</sup>	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)		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	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <u>WARBURG PINCUS &amp; CO.</u>  (Last) (First) (Middle) <u>C/O WARBURG PINCUS LLC</u> <u>450 LEXINGTON AVENUE</u>  (Street) <u>NEW YORK NY 10017</u>  (City) (State) (Zip)		
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1. Name and Address of Reporting Person*		
<a href="#">KAYE CHARLES R</a>		
(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*		
<a href="#">Landy Joseph P.</a>		
(Last)	(First)	(Middle)
C/O WARBURG PINCUS LLC 450 LEXINGTON AVENUE		
(Street)		
NEW YORK	NY	10017
(City) (State) (Zip)		

**Explanation of Responses:**

- In connection with the Issuer's follow-on public offering, 4,034,265 shares were sold by WP X Finance, L.P. ("WP X Finance"), and 129,063 shares were sold by Warburg Pincus X Partners, L.P. ("WPXP"), each to the underwriters of the follow-on public offering.
- Pursuant to an underwritten public offering of the Issuer's common stock (the "Offering"), on August 8, 2019, the Issuer, WP X Finance, WPXP, other selling stockholders, and the underwriters of the Offering (the "Underwriter"), entered into an Underwriting Agreement (the "Underwriting Agreement"). Pursuant to the Underwriting Agreement, WP X Finance and WPXP sold an aggregate of 4,163,328 shares of common stock of the issuer to the Underwriters. The per share sale price reported in this Form 4 does not reflect underwriting discounts.
- 7,787,181 of these shares are held by "WP X Finance" and 249,120 of these shares are held 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 3) 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.

**Remarks:**

Due to a 10-filer limitation, this is the second of two Forms 4 filed by entities and individuals related to WP X Finance, L.P.

[See Exhibit 99.1](#) [08/12/2019](#)  
 \*\* 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.**

**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 8/12/2019  
\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

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**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 8/12/2019  
\*\*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 8/12/2019  
\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

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**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 8/12/2019  
\*\*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 8/12/2019  
\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

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**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 8/12/2019  
\*\*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 8/12/2019  
\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

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**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 8/12/2019  
\*\*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 8/12/2019  
\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**WARBURG PINCUS & CO.**

By: /s/ Robert B. Knauss 8/12/2019  
\*\*Signature of Reporting Person Date

Name: Robert B. Knauss

Title: Partner

**CHARLES R. KAYE**

By: /s/ Robert B. Knauss 8/12/2019  
\*\*Signature of Reporting Person Date

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

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**JOSEPH P. LANDY**

By: /s/ Robert B. Knauss

8/12/2019

\*\*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.