

# **EVOKE PHARMA INC**

Reported by  
**GARNER CAM L**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 05/05/17 for the Period Ending 05/03/17

|             |   |
|-------------|---|
| Address     | 420 STEVENS AVENUE<br>SUITE 370<br>SOLANA BEACH, CA 92075 |
| Telephone   | 858-345-1494  |
| CIK         | 0001403708  |
| Symbol      | EVOK  |
| Fiscal Year | 12/31   |

# FORM 4

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

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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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

|   |  |   |
|---|--|---|
| <b>1. Name and Address of Reporting Person *</b><br><br><b>GARNER CAM L</b><br><br>(Last) (First) (Middle)<br><br><b>C/O EVOKE PHARMA, INC., 420 STEVENS AVENUE, SUITE 370</b><br><br>(Street)<br><br><b>SOLANA BEACH, CA 92075</b><br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>Evoke Pharma Inc [ EVOK ]</b> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director _____ 10% Owner<br>_____ Officer (give title below) _____ Other (specify below)     |
| <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><p align="center"><b>5/3/2017</b></p>  |  | <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
| <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>  |  |   |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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 |   |  |   |

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date  | 3A. Deemed Execution Date, if any | 4. Trans. 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 |                 | 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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|-----------------|-----------------------------------|---------------------------|---|--|---|-----------------|---|-----------------|--|--|--|--|
|  |  |                 |                                   | Code                      | V |  | (A)                                     | (D)             | Date Exercisable  | Expiration Date |  |  |  |  |
| <b>Stock Option (Right to Buy)</b>       | <b>\$2.72</b>  | <b>5/3/2017</b> |                                   | <b>A</b>                  |   | <b>37500</b>   | <b>(D)</b>                              | <b>5/2/2027</b> | <b>Common Stock</b>   | <b>37500</b>    | <b>\$0.00</b>                              | <b>37500</b>   | <b>D</b>   |  |

**Explanation of Responses:**

(1) The total number of shares of common stock subject to the option vests on the one-year anniversary of the date of grant (5/3/2018), subject to the reporting person's continued service to the Issuer through such vesting date.

**Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| <b>GARNER CAM L<br/>C/O EVOKE PHARMA, INC.<br/>420 STEVENS AVENUE, SUITE 370<br/>SOLANA BEACH, CA 92075</b> | <b>X</b>      |           |         |       |

**Signatures**

/s/ Matthew J. D'Onofrio, Attorney-in-fact for Cam L. Garner

5/5/2017

\*\* 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.

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