(City)

Birner Hubert

(State)

1. Name and Address of Reporting Person*

(Zip)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to	STATEMENT OF CHA

ANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 r response:

> > 7. Nature of Indirect Beneficial Ownership (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Obligation	ons may contirion 1(b).	nue. See		Filed		nt to Sect ction 30(h								1		ll l	per res	-	
		Reporting Person* <u>Ce Ventures V</u>	'I GmbH &	<u> </u>	2. Issue	er Name a	and T	icker	r or Tradir	ng Symb	ol				elationship o ck all applica Director	able) r	g Perso	10% Ov	wner
3.1					3. Date of Earliest Transaction (Month/Day/Year) 06/22/2017									Officer (give title Other (spec below) below)				specify	
	RASSE 4	2 GMDII		ŀ	4. If An	nendment	, Date	e of C	Original F	iled (Mo	nth/D	ay/Year)		6. Inc	dividual or Jo	oint/Group	Filing	Check App	olicable
(Street) MUNICH 2M 80333													Form filed by One Reporting Person X Form filed by More than One Reporting Person						
(City)	(S	tate)	(Zip)																
		Та	ble I - Non-I	Deriva	tive S	ecuriti	es A	cq	uired, I	Dispos	sed	of, or	3ene	ficially	Owned				
Date			Transac ate Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)			3. Transac Code (Ir 8)	ction Dispos		ed Of (D)			5. Amoun Securities Beneficia Owned Fo Reported	s lly ollowing	Form:	Direct Indirect str. 4)	7. Natu Indirec Benefic Owners (Instr. 4	
									Code	V Ar	noun	nount (A) or (D)			Transacti (Instr. 3 a	on(s)			(
			Table II - De	erivati .g., pu	ve Se ıts, ca	curitie: Ils, wa	s Ac rran	qui ts,	ired, Di option	ispose s, con	ed o	f, or B tible se	enefi curit	cially (ies)	Owned				
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/Yea	Cod	nsactior de (Instr		itive ities red sed	Ex	Date Exer piration D onth/Day/	ate			erlying	8. Price of Derivative Security (Instr. 5)	derivativ Securitie Beneficia Owned Followin Reported	purities pericially ned or Indirect (D) or Indirect (I) (Instr. do nation)		Ben Owi (Ins	
				Cod	de V	(A)	(D)	Dat	te ercisable	Expira Date	tion	Title		ount or nber of res					
Series A Convertible Preferred Stock	\$0.9949	06/22/2017		P		372 ⁽¹⁾			(2)	(3)		Commo Stock, \$0.001 par valu	373	3,907 ⁽⁴⁾	\$1,000	500)	D	Γ
Series A Convertible Preferred Stock	\$0.9949	06/22/2017		P		128 ⁽⁵⁾			(2)	(3)		Commo Stock, \$0.001 par valu	128	3,656 ⁽⁴⁾	\$1,000	500)	D	
		Reporting Person*	∕I GmbH &	. Co k	KG.														
(Last)	Л CAPITAI RASSE 4	(First)	(Middle)																
(Street)	Н	2M	80333																
(City)		(State)	(Zip)																
		Reporting Person* <u>Ce Ventures V</u>	<u>'I LP</u>																
	л CAPITAI RASSE 4	(First)	(Middle)																
(Street)	Н	2M	80333																

(Last)	(First)	(Middle)								
C/O TVM CAPITAL GMBH										
OTTOSTRASSE 4										
(Street)										
MUNICH	2M	80333								
(City)	(State)	(Zip)								
1. Name and Address of Reporting Person* <u>Fischer Stefan</u>										
(Last)	(First)	(Middle)								
C/O TVM CAPITA	C/O TVM CAPITAL GMBH									
OTTOSTRASSE 4										
(Street)										
MUNICH	2M	80333								
(City)	(State)	(Zip)								
1. Name and Address of Reporting Person*										
SCHUHSLER HELMUT										
(Last)	(First)	(Middle)								
C/O TVM CAPITAL GMBH										
OTTOSTRASSE 4										
(Street)										
MUNICH	2M	80333								
(City)	(State)	(Zip)								

Explanation of Responses:

- 1. The shares are directly held by TVM Life Science Ventures VI GMBH & Co. KG ("TVM VI"). Hubert Birner ("Birner"), Stefan Fischer ("Fischer"), and Helmut Schuhsler ("Schuhsler") are members of the investment committee of TVM Life Science Ventures Management VI L.P. ("TVM VI Management"), a special limited partner of TVM VI, with voting and dispositive power over the shares held by TVM VI Management, Birner, Schuhsler and Fischer each disclaim beneficial ownership of the shares held by TVM VI, except to the extent of any pecuniary interest therein, if any. Birner is a director of the issuer.
- 2. The Series A convertible preferred stock (the "Series A Stock") is convertible, at the option of the holder, into Proteon Therapeutics Inc. common stock, \$0.001 par value per share (the "Common Stock"), at a price per share equal to \$0.9949.
- 3. The Series A Stock has no expiration date.
- 4. The certificate of designations for the Series A Stock contains a provision prohibiting conversion to the extent that upon conversion the holder, together with its affiliates and any "group" members, would beneficially own in excess of 9.985% of the number of shares of Common Stock then outstanding.
- 5. The shares are directly held by TVM Life Science Ventures VI L.P. ("TVM VI LP"). Birner, Fischer and Schuhsler are members of the investment committee of TVM VI Management, a special limited partner of TVM VI LP, with voting and dispositive power over the shares held by TVM VI LP. TVM VI Management, Birner, Fischer and Schuhsler each disclaim beneficial ownership of the shares held by TVM VI LP, except to the extent of any pecuniary interest therein, if any.

Remarks:

TVM Life Science Ventures VI GMBH & Co. KG /s/ Stefan Fischer, Director of TVM Life Science Ventures VI LLC, general partner of TVM Life 06/26/2017 Science Ventures Management VI L.P., managing limited partner of TVM Life Science Ventures VI GMBH & Co. KG TVM Life Science Ventures VI L.P /s/ Stefan Fischer, Director of TVM Life Science Ventures VI LLC, general partner of 06/26/2017 TVM Life Science Ventures Management VI L.P., managing <u>limited partner of TVM Life</u> Science Ventures VI L.P. /s/ Stefan Fischer by power of 06/26/2017 attorney for Hubert Birner /s/ Stefan Fischer 06/26/2017 /s/ Stefan Fischer by power of 06/26/2017 attorney for Helmut Schuhsler ** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{*} If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

 $^{^{\}star\star} \text{ Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78 ff(a).}$