

ABG Management Ltd  
Form 4  
September 14, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ABG Management Ltd

2. Issuer Name and Ticker or Trading Symbol  
Sorrento Therapeutics, Inc. [SRNE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

UNIT 3002-3004, 30TH FLOOR, GLOUCESTER TOWER, THE LANDMARK, CENTRAL

3. Date of Earliest Transaction (Month/Day/Year)  
09/12/2018

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
 10% Owner  
\_\_\_\_ Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

HONG KONG, K3 00000

(City) (State) (Zip)

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |   |
| Common Stock                    | 09/12/2018                           |  | S                              | 189,754 D \$ 5.0597   | 1,120,834   | I  | Through ABG II-SO Limited (1) (2) (3) (4) (5)         |
| Common Stock                    | 09/13/2018                           |  | S                              | 29,137 D \$ 5.0059  | 1,091,697   | I  | Through ABG II-SO Limited (1) (2) (3) (4) (5)         |
| Common Stock                    | 09/13/2018                           |  | S                              | 78,677 D \$ 4.9159  | 1,013,020   | I  | Through ABG II-SO Limited (1) (2) (3) (4) (5)         |
| Common                          |                                      |  |                                |   | 1,328,529   | I  | Through Ally  |

Edgar Filing: ABG Management Ltd - Form 4

|                 |  |  |  |  |           |   |   |
|-----------------|--|--|--|--|-----------|---|---|
| Stock           |  |  |  |  |           |   | Bridge LB<br>Healthcare<br>Master Fund<br>Limited <u>(1)</u> <u>(2)</u><br><u>(3)</u> <u>(4)</u> <u>(6)</u> |
| Common<br>Stock |  |  |  |  | 3,041,759 | I | Through ABG<br>SRNE Limited<br><u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(7)</u>                       |
| Common<br>Stock |  |  |  |  | 1,408,027 | I | Through ABG<br>Innovation-SO<br>Limited <u>(1)</u> <u>(2)</u><br><u>(3)</u> <u>(4)</u> <u>(8)</u>           |

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

**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 control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Pr<br>Deri<br>Secu<br>(Inst |                                  |
|---|--|---|---|--------------------------------------|--|--|---|--------------------------------|----------------------------------|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title                          | Amount or<br>Number of<br>Shares |
| Warrants  | \$ 8.5   |   |   |                                      |  | <u>(9)</u>   | 05/31/2019  | Common<br>Stock                | 432,432                          |
| Warrants  | \$ 8.5   |   |   |                                      |  | <u>(9)</u>   | 05/31/2019  | Common<br>Stock                | 432,432                          |
| Warrants  | \$ 8.5   |   |   |                                      |  | <u>(10)</u>  | 06/07/2019  |                                | 540,540                          |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| ABG Management Ltd<br>UNIT 3002-3004, 30TH FLOOR<br>GLOUCESTER TOWER, THE LANDMARK, CENTRAL<br>HONG KONG, K3 00000                                      |               | X         |         |       |
| ABG II-SO Ltd<br>UNIT 3002-3004, 30TH FLOOR<br>GLOUCESTER TOWER, THE LANDMARK, CENTRAL<br>HONG KONG, K3 00000   |               | X         |         |       |
| ABG Innovation-SO Ltd<br>UNIT 3002-3004, 30TH FLOOR<br>GLOUCESTER TOWER, THE LANDMARK, CENTRAL<br>HONG KONG, K3 00000                                   |               | X         |         |       |
| ABG SRNE Ltd<br>UNIT 3002-3004, 30TH FLOOR<br>GLOUCESTER TOWER, THE LANDMARK, CENTRAL<br>HONG KONG, K3 00000  |               | X         |         |       |
| Ally Bridge Group Capital Partners II, L.P.<br>UNIT 3002-3004, 30TH FLOOR<br>GLOUCESTER TOWER, THE LANDMARK, CENTRAL<br>HONG KONG, K3 00000             |               | X         |         |       |
| Ally Bridge Group Innovation Capital Partners III, L.P.<br>UNIT 3002-3004, 30TH FLOOR<br>GLOUCESTER TOWER, THE LANDMARK, CENTRAL<br>HONG KONG, K3 00000 |               | X         |         |       |
| Ally Bridge LB Healthcare Master Fund Ltd<br>UNIT 1602, 16/F, WHEELLOCK HOUSE<br>20 PEDDER STREET, CENTRAL<br>HONG KONG, K3 00000                       |               | X         |         |       |
| Ally Bridge LB Management Ltd<br>UNIT 1602, 16/F, WHEELLOCK HOUSE<br>20 PEDDER STREET, CENTRAL<br>HONG KONG, K3 00000                                   |               | X         |         |       |
| Li Bin<br>UNIT 1602, 16/F, WHEELLOCK HOUSE<br>20 PEDDER STREET, CENTRAL   |               | X         |         |       |



## Edgar Filing: ABG Management Ltd - Form 4

- The Form 4 is filed by and on behalf of each of the following persons (each a "Reporting Person"): (i) ABG II-SO Limited ("ABG II-SO"), a British Virgin Islands limited company, (ii) Ally Bridge Group Capital Partners II, L.P., a Cayman Islands limited partnership, (iii) Ally Bridge LB Healthcare Master Fund Limited ("ABG LB"), a Cayman Islands limited company, (iv) Ally Bridge LB Management Limited, a Cayman Islands limited company, (v) ABG SRNE Limited ("ABG SRNE"), a British Virgin Islands limited company, (vi) Ally Bridge Group Innovation Capital Partners III, L.P., a Cayman Islands limited company, (vii) ABG Management Ltd., a Cayman Islands limited partnership, (viii) ABG Innovation-SO Limited, a British Virgin Islands limited company,
- (2) (ix) Mr. Fan Yu, a director of ABG LB and a shareholder and director of Ally Bridge LB Management Limited, and the sole shareholder and director of ABG Management Ltd., and (x) Mr. Bin Li, a director and executive officer of ABG LB and a shareholder and director of Ally Bridge LB Management Limited.
- (3) Each Reporting Person states that neither the filing of this statement nor anything herein shall be deemed an admission that such person is, for the purpose of Section 16 of the Act or otherwise, the beneficial owner of any securities covered by this statement. Each Reporting Person disclaims beneficial ownership of the securities covered by this statement, except to the extent of the pecuniary interest of such person in such securities.
- (4) ABG II-SO directly owns 1,013,020 shares of common stock of the Issuer. The following Reporting Persons may be deemed to beneficially own such securities: (i) Ally Bridge Group Capital Partners II, L.P., as parent of ABG II-SO, (ii) ABG Management Ltd., as manager of Ally Bridge Group Capital Partners II, L.P., and (iii) Mr. Fan Yu, as sole shareholder and director of ABG Management Ltd.
- (5) ABG LB directly owns (i) 1,328,529 shares of common stock of the Issuer and (ii) warrants to purchase 432,432 shares of common stock of the Issuer. The following Reporting Persons may be deemed to beneficially own such securities: (i) Ally Bridge LB Management Limited, as manager of ABG LB, (ii) Mr. Fan Yu, as a shareholder and director of Ally Bridge LB Management Limited, and (iii) Mr. Bin Li, as a shareholder and director of Ally Bridge LB Management Limited.
- (6) ABG SRNE directly owns (i) 3,041,759 shares of common stock of the Issuer and (ii) warrants to purchase 972,972 shares of common stock of the Issuer. The following Reporting Persons may be deemed to beneficially own such securities: (i) Ally Bridge Group Innovation Capital Partners III, L.P., as owner of the sole voting share of ABG SRNE, (ii) ABG Management Ltd., as manager of Ally Bridge Group Innovation Capital Partners III, L.P., and (iii) Mr. Fan Yu, as sole shareholder and director of ABG Management Ltd.
- (7) Ally Bridge Group Innovation Capital Partners III, L.P. is the owner of the sole voting share of ABG Innovation-SO Limited, which directly owns 1,408,027 shares of common stock of the Issuer. The following Reporting Persons may be deemed to beneficially own such securities: (i) Ally Bridge Group Innovation Capital Partners III, L.P., (ii) ABG Management Ltd., as manager of Ally Bridge Group Innovation Capital Partners III, L.P., and (iii) Mr. Fan Yu, as sole shareholder and director of ABG Management Ltd.
- (8) The warrants are exercisable at any time on or after May 31, 2016.
- (9) The warrants are exercisable at any time on or after June 7, 2016.
- (10)

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.