SEC Form 4
------------

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

L									
OMB Number:	3235-0287								
Estimated average burden									
hours per response	: 0.5								

Instruction 1(b).	continue. See		Filed pursua	ant to Section 16(a) of the Securities Exchange Act o	Luon	hours per response: 0.5			
				section 30(h) of the Investment Company Act of 1940					
1. Name and Address of Reporting Person*				suer Name <b>and</b> Ticker or Trading Symbol <u>rgo, Inc.</u> [EAR]		onship of Report all applicable)	Reporting Person(s) to Issuer ble)		
<u>Pardo Geoff</u>				<u>180, me.</u> [ mm ]	X	Director	10% C	wner	
(Last)	(First)	(Middle)		ate of Earliest Transaction (Month/Day/Year)	-	Officer (give title below)	e Other below)	(specify )	
C/O GILDE HE	ALTHCARE I	PARTNERS	04/1	15/2021					
222 THIRD STE	REET, SUITE	1321	4. If <i>i</i>	Amendment, Date of Original Filed (Month/Day/Year	) 6. Indivio Line)	dual or Joint/Gro	up Filing (Check	Applicable	
(Street)					X	Form filed by O	ne Reporting Per	son	
CAMBRIDGE	MA	02142				Form filed by M Person	ore than One Re	oorting	
(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)		4. Securities Acqui Disposed Of (D) (In de (Instr.				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	04/15/2021		S		18,750	D	\$48.17(1)	3,899,941	I	See footnote <sup>(2)</sup>	
Common Stock	04/16/2021		s		267	D	\$47.95	3,899,674	Ι	See footnote <sup>(2)</sup>	

## 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. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		d 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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

#### Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$47.95 to \$48.75, inclusive. The Reporting Person undertakes to provide to Eargo, Inc. (the "Issuer"), any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

2. These shares are held directly by Cooperatieve Gilde Healthcare V U.A. ("Gilde"). Gilde is managed by Gilde Healthcare V Management B.V. ("Management"). Management is owned by Gilde Healthcare Holding B.V. ("Holding"). Each of Management and Holding may be deemed to have voting, investment and dispositive power with respect to the securities held by Gilde. Each of Management and Holding disclaims beneficial ownership of these securities and this report shall not be deemed an admission that any of them is the beneficial owner of such securities, except to the extent of their respective pecuniary interests therein. The Reporting Person is a partner of Gilde. The reporting person disclaims beneficial ownership of all applicable shares except to the extent of this actual pecuniary interest in such shares.

### Remarks:

# /s/ Geoff Pardo

\*\* Signature of Reporting Person

04/19/2021 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.