Zosano Pharma Corp Form 3 January 26, 2015

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement Zosano Pharma Corp [ZSAN] A BioMed Realty Trust Inc (Month/Day/Year) 01/26/2015 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 17190 BERNARDO CENTER (Check all applicable) **DRIVE** (Street) 6. Individual or Joint/Group _X__ 10% Owner Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) Form filed by One Reporting Person SAN DIEGO, CAÂ 92128 _X_ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock I By BMV Direct SO LP (1) 454,243 Common Stock 1,579,573 I By BMV Direct SOTRS LP (2) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

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

currently valid OMB control number.

1. Title of Derivative	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of
Security	Expiration Date	Securities Underlying	Conversion	Ownership	Indirect Beneficial
(Instr. 4)	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
8% Convertible Note Issued 9/9/13	(3)	03/31/2015	Common Stock	\$ 336,884.22	\$ (3)	I	By BMV Direct SO LP (1)
8% Convertible Note Issued 9/9/13	(3)	03/31/2015	Common Stock	\$ 1,100,524.23	\$ (3)	I	By BMV Direct SOTRS LP (2)
8% Convertible Note Issued 2/26/14	(3)	03/31/2015	Common Stock	\$ 267,228.16	\$ <u>(3)</u>	I	By BMV Direct SO LP (1)
8% Convertible Note Issued 2/26/14	(3)	03/31/2015	Common Stock	\$ 1,148,017.81	\$ (3)	I	By BMV Direct SOTRS LP (2)
8% Convertible Note Issued 12/2/14	(3)	03/31/2015	Common Stock	\$ 716,816.24	\$ (3)	I	By BMV Direct SOTRS LP (2)

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BioMed Realty Trust Inc 17190 BERNARDO CENTER DRIVE SAN DIEGO, CA 92128	Â	ÂX	Â	Â		
BioMed Realty L P 17190 BERNARDO CENTER DRIVE SAN DIEGO, CA 92128	Â	ÂX	Â	Â		

Signatures

Jonathan P. Klassen, Authorized Officer

01/26/2015

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- BioMed Realty, L.P. (the "Partnership") is the sole general partner of BMV Direct SO LP. The sole general partner of the Partnership is

 (1) BioMed Realty Trust, Inc. (the "REIT"). The REIT has sole voting and dispositive power with respect to the shares directly held by BMV Direct SO LP.
- BioMed Realty Holdings, Inc. ("Holdings") is the sole general partner of BMV Direct SOTRS LP. The sole shareholder of Holdings is the Partnership. The sole general partner of the Partnership is the REIT. The REIT has sole voting and dispositive power with respect to the shares directly held by BMV Direct SOTRS LP.
- (3) The outstanding principal amount and accrued interest on these Convertible Notes shall automatically be converted into shares of the Issuer's Common Stock upon the closing of the Issuer's initial public offering at 85% of the Issuer's initial public offering price per share.

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.

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