SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
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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).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*
Sender Gary
(Last) (First) (Middle)
APNIMED, INC.
39 JOHN F. KENNEDY STREET, 4TH FLOOR
(Street)
CAMBRIDGE MA 02138
(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Apnimed, Inc. [APMD]
Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)
07/30/2026

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☑ Director
☐ 10% Owner
☐ Officer (give title below)
☐ Other (specify below)

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

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)
			Code	V	Amount	(A) or (D)	Price			

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. Transaction 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 (Month/Day/Year)		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				
Stock Option (Right to Buy)	$9.5	08/03/2026		D(1)			51,890	(2)	12/12/2034	Class A Common Stock	51,890	$0	0	D	
Stock Option (Right to Buy)	$9.5	08/03/2026		A(1)		51,890		(2)	12/12/2034	Common Stock	51,890	$0	51,890	D	
Stock Option (Right to Buy)	$8.15	08/03/2026		D(1)			44,477	(3)	07/07/2036	Class A Common Stock	44,477	$0	0	D	
Stock Option (Right to Buy)	$8.15	08/03/2026		A(1)		44,477		(3)	07/07/2036	Common Stock	44,477	$0	44,477	D	
Stock Option (Right to Buy)	$16	07/30/2026		A		44,477		(4)	07/29/2036	Class A Common Stock	44,477	$0	44,477	D	
Stock Option (Right to Buy)	$16	08/03/2026		D(1)			44,477	(4)	07/29/2036	Class A Common Stock	44,477	$0	0	D	
Stock Option (Right to Buy)	$16	08/03/2026		A(1)		44,477		(4)	07/29/2036	Common Stock	44,477	$0	44,477	D	

Explanation of Responses:

1. Pursuant to a reclassification exempt under Rule 16b-7 and Rule 16b-3, each share of Class A Common Stock was reclassified into one share of Common Stock.
2. 25% of the shares subject to such option vest and become exercisable when the Reporting Person completes twelve months of continuous service after October 15, 2024, and the remainder of the shares vest and become exercisable in substantially equal quarterly installments for a period of 36 months thereafter, subject to the Reporting Person's continuous service to the Issuer on each such date.
3. 25% of the shares subject to such option vest and become exercisable when the Reporting Person completes twelve months of continuous service after July 7, 2026, and the remainder of the shares vest and become exercisable in substantially equal quarterly installments for a period of 36 months thereafter, subject to the Reporting Person's continuous service to the Issuer on each such date.
4. The shares subject to such option vest and become exercisable in substantially equal monthly installments for a period of 36 months after July 30, 2026, subject to the Reporting Person's continuous service to the Issuer on each such date

/s/Kevin R. Lind Attorney-in-Fact	08/03/2026
** 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.

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.