

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

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

1. Name and Address of Reporting Person* <u>SEIDENBERG BETH C</u> (Last) (First) (Middle) <u>C/O VERA THERAPEUTICS, INC.</u> <u>170 HARBOR WAY, 3RD FLOOR</u> (Street) <u>SOUTH SAN FRANCISCO CA 94080</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/13/2021	3. Issuer Name and Ticker or Trading Symbol <u>Vera Therapeutics, Inc. [VERA]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date					Title
Series A Preferred Stock	(1)	(1)	Class A Common Stock	423,642	(1)	I	See footnote ⁽²⁾
Series B Preferred Stock	(3)	(3)	Class A Common Stock	100,526	(3)	I	See footnote ⁽⁴⁾
Series C Preferred Stock	(5)	(5)	Class A Common Stock	818,984	(5)	I	See footnote ⁽⁶⁾
Stock Option (right to buy)	(7)	12/15/2030	Class A Common Stock	69,043	2.8968	D	

Explanation of Responses:

- The Series A Preferred Stock is convertible into Class A Common Stock on a 11.5869:1 basis (on an adjusted basis, after giving effect to the reverse stock split of the Class A Common Stock effected by the Issuer on May 7, 2021) and has no expiration date. Upon filing of the Issuer's Restated Certificate of Incorporation in connection with the Issuer's initial public offering, all shares of Series A Preferred Stock will be converted into shares of Class A Common Stock of the Issuer.
- Consists of 409,620 shares of Class A Common Stock issuable upon the deemed conversion of the Issuer's Series A Preferred Stock held by Kleiner Perkins Caufield & Byers XVI, LLC ("KPCB XVI") and 14,022 shares of Class A Common Stock issuable upon the deemed conversion of the Issuer's Series A Preferred Stock held by KPCB XVI Founders Fund, LLC ("XVI Founders"). All shares are held for convenience in the name of "KPCB Holdings, Inc., as nominee". The managing member of KPCB XVI is KPCB XVI Associates, LLC ("XVI Associates"). L. John Doerr, Beth Seidenberg, Randy Komisar, Theodore E. Schlein and Wen Hsieh, the managing members of KPCB XVI Associates, exercise shared voting and dispositive control over the shares held by KPCB XVI. Such managing members disclaim beneficial ownership of all shares held by KPCB XVI except to the extent of their pecuniary interest therein.
- The Series B Preferred Stock is convertible into Class A Common Stock on a 11.5869:1 basis (on an adjusted basis, after giving effect to the reverse stock split of the Class A Common Stock effected by the Issuer on May 7, 2021) and has no expiration date. Upon filing of the Issuer's Restated Certificate of Incorporation in connection with the Issuer's initial public offering, all shares of Series B Preferred Stock will be converted into shares of Class A Common Stock of the Issuer.
- Consists of 97,199 shares of Class A Common Stock issuable upon the deemed conversion of the Issuer's Series B Preferred Stock held by KPCB XVI and 3,327 shares of Class A Common Stock issuable upon the deemed conversion of the Issuer's Series B Preferred Stock held by XVI Founders. All shares are held for convenience in the name of "KPCB Holdings, Inc., as nominee". The managing member of KPCB XVI is XVI Associates. L. John Doerr, Beth Seidenberg, Randy Komisar, Theodore E. Schlein and Wen Hsieh, the managing members of KPCB XVI Associates, exercise shared voting and dispositive control over the shares held by KPCB XVI. Such managing members disclaim beneficial ownership of all shares held by KPCB XVI except to the extent of their pecuniary interest therein.
- The Series C Preferred Stock is convertible into Class A Common Stock on a 11.5869:1 basis (on an adjusted basis, after giving effect to the reverse stock split of the Class A Common Stock effected by the Issuer on May 7, 2021) and has no expiration date. Upon filing of the Issuer's Restated Certificate of Incorporation in connection with the Issuer's initial public offering, all shares of Series C Preferred Stock will be converted into shares of Class A Common Stock of the Issuer.
- Consists of 791,876 shares of Class A Common Stock issuable upon the deemed conversion of the Issuer's Series C Preferred Stock held by KPCB XVI and 27,108 shares of Class A Common Stock issuable upon the deemed conversion of the Issuer's Series C Preferred Stock held by XVI Founders. All shares are held for convenience in the name of "KPCB Holdings, Inc., as nominee". The managing member of KPCB XVI is XVI Associates. L. John Doerr, Beth Seidenberg, Randy Komisar, Theodore E. Schlein and Wen

Hsieh, the managing members of KPCB XVI Associates, exercise shared voting and dispositive control over the shares held by KPCB XVI. Such managing members disclaim beneficial ownership of all shares held by KPCB XVI except to the extent of their pecuniary interest therein.

7. 1/36 of the shares subject to the option vested on January 16, 2021, and 1/36 of the shares vest monthly thereafter.

Remarks:

/s/ Joseph R. Young,
Attorney-in-Fact

05/13/2021

** 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 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).

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.

POWER OF ATTORNEY

KNOW ALL BY THESE PRESENTS that the undersigned hereby constitutes and appoints each of Joseph R. Young of Vera Therapeutics, Inc., and Jodie Bourdet, Carlton Fleming, Daniel P. Eitutis and Kris Tsao Cachia of Cooley LLP, signing individually, the undersigned's true and lawful attorneys-in-fact and agents to:

1. execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or more than 10% stockholder of Vera Therapeutics, Inc. (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the U.S. Securities and Exchange Commission and any stock exchange or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, (b) revocation by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact or (c) as to any attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 7th day of May, 2021.

/s/ Beth Seidenberg