

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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

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* <u>Samsara BioCapital GP, LLC</u> (Last) (First) (Middle) <u>628 MIDDLEFIELD ROAD</u> (Street) <u>PALO ALTO CA 94301</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>vTv Therapeutics Inc. [VTVT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/05/2024</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			
Class A Common Stock	03/05/2024		J ⁽¹⁾		58,836	D	(1)	206,784	I	By Samsara BioCapital, L.P. ⁽²⁾

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
Pre-Funded Warrants (Right to Buy)	\$0.01	03/05/2024		A ⁽¹⁾		58,885		(3)	(3)	Class A Common Stock	58,885	(1)	892,578	I	Samsara BioCapital, L.P. ⁽²⁾

1. Name and Address of Reporting Person*
Samsara BioCapital GP, LLC
 (Last) (First) (Middle)
628 MIDDLEFIELD ROAD
 (Street)
PALO ALTO CA 94301
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Samsara BioCapital, L.P.
 (Last) (First) (Middle)
628 MIDDLEFIELD ROAD
 (Street)
PALO ALTO CA 94301
 (City) (State) (Zip)

Explanation of Responses:

1. On March 5, 2024, Samsara BioCapital, L.P. ("Samsara LP") entered into an Exchange Agreement with the Issuer pursuant to which Samsara LP exchanged, for no additional consideration, 58,836 shares of the Issuer's Class A Common Stock for pre-funded warrants exercisable for up to 58,885 shares of the Issuer's Class A Common Stock at an exercise price of \$0.01 per share.

2. These securities are held by Samsara LP. Samsara BioCapital GP, LLC ("Samsara LLC") is the general partner of Samsara LP and may be deemed to beneficially own the securities held by Samsara LP. Dr. Srinivas Akkaraju, MD, Ph.D. has voting and investment power over the shares held by Samsara LP and, accordingly, may be deemed to beneficially own the securities held by Samsara LP. Samsara LLC disclaims beneficial ownership in these securities except to the extent of its pecuniary interest therein. Dr. Akkaraju is a director of the Issuer and files separate Section 16 reports.

3. The Pre-Funded Warrants have no expiration date and are exercisable at any time after the date of issuance. A holder of Pre-Funded Warrants may not exercise the Pre-Funded Warrant if the holder, together with its affiliates, would beneficially own more than 9.99% of the number of shares of Class A Common Stock outstanding immediately after giving effect to such exercise.

Samsara BioCapital GP, LLC,
By /s/ Srinivas Akkaraju, 12/06/2024
Managing Member

Samsara BioCapital, L.P., By:
Samsara BioCapital GP, LLC,
its General Partner, By /s/ 12/06/2024
Srinivas Akkaraju, Managing
Member

** 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.