SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per 0.5 response:

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

		1011 30(11) 01	the investment Company A	01 1940				
1. Name and Address of Reporting Person* <u>Sommadossi Jean-Pierre</u>	(Month/Da	Statement ay/Year)	3. Issuer Name and Ticker or Trading Symbol Atea Pharmaceuticals, Inc. [AVIR]					
(Last) (First) (Middle) 125 SUMMER STREET	10/29/20	120	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner X Officer (give Other (specify title below) below) President, CEO, and Chairman			 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person 		
(Street) BOSTON MA 02110								
(City) (State) (Zip)								
	Table I - No	n-Derivat	ive Securities Benef	ficially Ov	wned			
1. Title of Security (Instr. 4)		2. Amount of Securities Beneficially Owned (Instr 4)	3. Owne Form: D (D) or Ir (I) (Instr	Direct Owners		ure of Indirect Beneficial rship (Instr. 5)		
Common Stock	mmon Stock			I	Held by JPM Partners LLC		rtners LLC	
(e.			e Securities Benefic Ints, options, conver					
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. Convers or Exerc	cise	Form:	6. Nature of Indirect Beneficial Ownership (Instr.
	Date Exercisable	Expiration	Title	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	5)
Series A Convertible Preferred Stock	(1)	(1)	Common Stock	750,000	(1)		Ι	Held by JPM Partners LLC
Stock Option (Right to Buy)	(2)	12/08/2026	Common Stock	300,000	1.24	1	D	
Stock Option (Right to Buy)	(3)	12/07/2027	Common Stock	200,000	1.53	3	D	
Stock Option (Right to Buy)	(4)	12/07/2027	Common Stock	185,000	1.53	3	D	
Stock Option (Right to Buy)	(5)	12/13/2028	Common Stock	200,000	1.43	3	D	
Stock Option (Right to Buy)	(6)	12/12/2029	Common Stock	200,000	1.85	5	D	
Stock Option (Right to Buy)	(7)	08/02/2030	Common Stock	100,000	6.83	3	D	
1. Name and Address of Reporting Person [*] Sommadossi Jean-Pierre (Last) (First) (N 125 SUMMER STREET	/liddle)	_						
(Street) BOSTON MA 02110								
(City) (State) (Zip)								
1. Name and Address of Reporting Person* <u>JPM Partners LLC</u>								
(Last) (First) (M	/liddle)	_						

125 SUMME	R STREET		
(Street) BOSTON	MA	02110	
(City)	(State)	(Zip)	

Explanation of Responses:

1. Each share of Preferred Stock automatically converts into the number of shares of Common Stock as shown in Column 3 without payment of further consideration at the holder's election or upon closing of the initial public offering of the Issuer's common stock. The shares have no expiration date.

2. The option is fully vested and exercisable.

3. The option vests and becomes exercisable in 36 equal monthly installments following November 30, 2017.

4. The option is fully vested and exercisable.

5. The option vests and becomes exercisable in 48 equal monthly installments following November 30, 2018.

6. The option vests and becomes exercisable in 48 equal monthly installments following November 30, 2019.

7. The option vests and becomes exercisable in 48 equal monthly installments following June 30, 2020.

Remarks:

Exhibit 24.1 - Power of Attorney for Jean-Pierre Sommadossi Exhibit 24.2 - Power of Attorney for JPM Partners LLC

<u>/s/ Andrea Corcoran,</u> <u>attorney-in-fact for Jean-</u> <u>Pierre Sommadossi</u>	<u>10/29/2020</u>
<u>/s/ Andrea Corcoran,</u> <u>attorney-in-fact for Jean-</u> <u>Peirre Sommadossi,</u> <u>Manager of JPM Partners</u> LLC	<u>10/29/2020</u>
** 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

With respect to holdings of and transactions in securities issued by Atea Pharmaceuticals, Inc. (the "Company"), the undersigned hereby constitutes and appoints the individuals named on Schedule A attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned's true and lawful attorney-in-fact to:

- 1. prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the United States Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain and/or regenerate codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended, or any rule or regulation of the SEC;
- execute for and on behalf of the undersigned, Forms 3, 4, and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- 3. 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 Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
- 4. 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 and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneys-in-fact 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, as amended.

This Power of Attorney shall remain in full force and effect until 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, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 16th day of October, 2020.

Signature: /s/ Jean-Pierre Sommadossi Jean-Pierre Sommadossi, Ph.D.

Schedule A

Substitution and Resubstitution

Andrea Corcoran Wayne Foster

POWER OF ATTORNEY

With respect to holdings of and transactions in securities issued by Atea Pharmaceuticals, Inc. (the "Company"), the undersigned hereby constitutes and appoints the individuals named on Schedule A attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned's true and lawful attorney-in-fact to:

- 1. prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the United States Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain and/or regenerate codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended, or any rule or regulation of the SEC;
- execute for and on behalf of the undersigned, Forms 3, 4, and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- 3. 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 Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
- 4. 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 and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneys-in-fact 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, as amended.

This Power of Attorney shall remain in full force and effect until 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, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 27th day of October, 2020.

JPM PARTNERS LLC By: /s/ Jean-Pierre Sommadossi Jean-Pierre Sommadossi, Ph.D. Manager Individuals Appointed as Attorney-in-Fact with Full Power of Substitution and Resubstitution

Andrea Corcoran Wayne Foster