

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person* <u>Rock Springs Capital Management LP</u> _____ (Last) (First) (Middle) 650 SOUTH EXETER ST. SUITE 1070 _____ (Street) BALTIMORE MD 21202 _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>Atea Pharmaceuticals, Inc. [ AVIR ]</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) 11/03/2020			6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
			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			
Common Stock	11/03/2020		C		1,412,016	A	(1)	1,412,016	I	See Footnote <sup>(2)</sup>
Common Stock	11/03/2020		C		282,403	A	(1)	282,403	I	See Footnote <sup>(3)</sup>
Common Stock	11/03/2020		P		242,708	A	\$24	1,654,724	I	See Footnote <sup>(2)</sup>
Common Stock	11/03/2020		P		7,292	A	\$24	289,695	I	See Footnote <sup>(3)</sup>

**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				
Series D Convertible Preferred Stock	(1)	11/03/2020		C		890,313	(1)	(1)	(1)	Common Stock	890,313	(1)	0	I	See Footnote <sup>(2)</sup>
Series D-1 Convertible Preferred Stock	(1)	11/03/2020		C		521,703	(1)	(1)	(1)	Common Stock	521,703	(1)	0	I	See Footnote <sup>(2)</sup>
Series D Convertible Preferred Stock	(1)	11/03/2020		C		178,063	(1)	(1)	(1)	Common Stock	178,063	(1)	0	I	See Footnote <sup>(3)</sup>
Series D-1 Convertible Preferred Stock	(1)	11/03/2020		C		104,340	(1)	(1)	(1)	Common Stock	104,340	(1)	0	I	See Footnote <sup>(3)</sup>

1. Name and Address of Reporting Person* <u>Rock Springs Capital Management LP</u> _____ (Last) (First) (Middle) 650 SOUTH EXETER ST. SUITE 1070 _____ (Street) BALTIMORE MD 21202 _____ (City) (State) (Zip)		
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1. Name and Address of Reporting Person* <u>Rock Springs Capital Master Fund LP</u> _____ (Last) (First) (Middle) C/O WALKERS CORPORATE LIMITED, _____		
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CAYMAN CO CENTER, 27 HOSPITAL ROAD

(Street)

GEORAGE TOWN E9

KY-1-9008

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Rock Springs Capital LLC](#)

(Last)

(First)

(Middle)

650 SOUTH EXETER ST. SUITE 1070

(Street)

BALTIMORE

MD

21202

(City)

(State)

(Zip)

**Explanation of Responses:**

1. The preferred stock was convertible at any time, at the holder's election and had no expiration date. Each share of preferred stock was automatically converted into one share of common stock upon the closing of the Issuer's initial public offering of its common stock.

2. The securities reported herein are held of record by Rock Springs Capital Master Fund LP ("Master Fund"). Rock Springs Capital LLC ("RSC") is the general partner of Rock Springs Capital Management LP ("RSCM") which is the investment manager to Master Fund. RSC and RSCM may therefore be deemed to have or share beneficial ownership of preferred stock held directly by Master Fund.

3. The securities reported herein are held of record by Four Pines Master Fund LP ("Four Pines"). RSC is the general partner of RSCM which is the investment manager to Four Pines. RSC and RSCM may therefore be deemed to have or share beneficial ownership of the preferred stock held directly by Four Pines.

**Remarks:**

[Rock Springs Capital](#)

[Management LP, By: /s/ Kris](#)

[11/04/2020](#)

[Jenner, Member](#)

[Rock Springs Capital Master](#)

[Fund LP, By: /s/ Kris Jenner,](#)

[11/04/2020](#)

[Member](#)

[Rock Springs Capital LLC, By:](#)

[/s/ Kris Jenner, Member](#)

[11/04/2020](#)

\*\* 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.**