FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C. 20549
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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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

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

Name and Address of Reporting Person*     Christian Waage						2. Issuer Name and Ticker or Trading Symbol HERON THERAPEUTICS, INC. /DE/ [ HRTX ]									all app		ng Per	10% O	wner
(Last) (First) (Middle) 4242 CAMPUS POINT COURT SUITE 200					3. Date of Earliest Transaction (Month/Day/Year) 04/15/2021										belov	er (give title v)		Other ( below)	specify
(Street) SAN DIEGO CA 92121 (City) (State) (Zip)			1	4. If Amendment, Date of Original Filed (Month/Day/Year)									. Indiv ine) X	vidual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person					
		Table	I - N	Non-Deriva	tive	Secui	rities	Ac	quir	ed, D	isposed c	f, or I	3enefic	ially	Own	ed			
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Yea				ear)   E	2A. Deemed Execution Date, if any (Month/Day/Year)		1	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar			nd 5) Secu Bene		icially d Following	Forn (D) o	ect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							١	Code	v	Amount	(A) or (D)	Price		Transa	saction(s) r. 3 and 4)		,	(111341.4)	
Common Stock 04/15/				04/15/202	1			S <sup>(1)</sup>		300	D	\$17.51	7.5126 <sup>(2)</sup>		4,100		D		
		Tal	ble I	II - Derivati (e.g., pu						,	posed of, converti			•	Owne	d			
1. Title of Derivative Security (Instr. 3)	ve Conversion Date Execution Date, or Exercise (Month/Day/Year) if any			action (Instr.	Str. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)			Amo Secu Unde Deriv Secu 3 and	Amount or Number of	nt er		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)		

## **Explanation of Responses:**

- 1. The sale of common stock reported in this Form 4 was effected pursuant to a Rule 10b5-1 plan dated as of March 15, 2021.
- 2. The range of sales prices received was \$17.295 to \$17.69. Upon request by the SEC staff, the issuer, or any security holder of the issuer, full information will be provided regarding the number of shares

## Remarks:

/s/ Lisa Peraza Attorney-infact for Christian Waage

04/16/2021

\*\* 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 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.