FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20540
vvasiiiigtoii,	D.C.	20048

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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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

1. Name and Address of Reporting Person*  Quart Barry D  (Last) (First) (Middle)  4242 CAMPUS POINT COURT  SUITE 200  (Street)  SAN DIEGO CA 92121							2. Issuer Name and Ticker or Trading Symbol HERON THERAPEUTICS, INC. /DE/ HRTX ]  3. Date of Earliest Transaction (Month/Day/Year) 10/13/2022  4. If Amendment, Date of Original Filed (Month/Day/Year)								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner  X Officer (give title Other (specify below)  Chief Executive Officer  6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person					
(City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3) 2. Tra			2. Trans			2A. Deemed Execution Date,		3. 4. Secur Transaction Dispose Code (Instr. 5)		rities A	cquired		5. Amou Securitie Benefici Owned I	nt of es ally Following	Form:	Direct of Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amoun	Amount (A) or (D)		Price	Reporte Transac (Instr. 3	tion(s)			Instr. 4)	
Common Stock				10/1	3/2022		İ		М		3,64	3,646		(1)	150	150,883		D		
Common Stock			10/1	3/2022	3/2022					16,1	16,122		(1)	167	167,005		D			
Common Stock 10/1				10/1	3/2022	/2022		F		5,21	5,219 D <sup>(2)</sup>		\$3.70	5 161	161,786		D			
	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 D if any (Month/Day	Date,	4. Transaction Code (Instr. 8)		5. Number		6. Date Exercis: Expiration Date (Month/Day/Yea		e	of S Und Deri	7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiratior Date	Title	N C	Amount or Number of Shares						
Restricted Stock Units	(1)	10/13/2022			M			3,646	(3)		(3)		nmon	3,646	\$0.00	29,166	5	D		
Restricted Stock Units	(1)	10/13/2022			M			16,122	(4)		(4)		nmon ock	16,122	\$0.00	130,929	9	D		

## **Explanation of Responses:**

- 1. Restricted stock units convert into common stock on a one-for-one basis.
- 2. Represents the withholding by the Company of certain of the vested shares of restricted stock to satisfy the minimum statutory tax obligations applicable to such transactions.
- $3. \ The \ restricted \ stock \ units \ vest \ in \ 16 \ equal \ quarterly \ installments \ beginning \ one \ quarter \ after \ the \ date \ of \ grant \ (10/13/2020).$
- 4. The restricted stock units vest quarterly with 33% of the shares vesting during the first year, 33% of the shares vesting during the second year, 22% of the shares vesting during the third year and the remaining 12% of the shares vesting during the fourth year, such that all shares will be fully vested on the four year anniversary of the date of grant (10/13/2021).

## Remarks:

/s/ Lisa Peraza Attorney-in-fact for Barry D. Quart

\*\* Signature of Reporting Person

10/17/2022

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.