| SEC For | m 4 | | | | | | | | | | | | | | | | | | | |
|--|---|--|--|--|--|---|--------------|------|-------------------|--|---------------------|------------------------|--|--|--|---|--|---|---|--|
| FORM 4 | | | UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | | | | | OMB APPROVAL | | | | | |
| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). | | | | | IENT OF CHANGES IN BENEFICIAL OWNE Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 | | | | | | | | | | HIP | Estim | OMB Number: 323 Estimated average burden hours per response: | | | |
| 1. Name and Address of Reporting Person [*] Nuss John | | | | | | 2. Issuer Name and Ticker or Trading Symbol <u>Ventyx Biosciences, Inc.</u> [VTYX] | | | | | | | | | elationship o ck all applic Director | able) | g Perso | uer wner specify | | |
| (Last) (First) (Middle) C/O VENTYX BIOSCIENCES, INC. ENCINITAS BLVD, SUITE 250 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 01/17/2023 | | | | | | | | | X Officer (give title Officer below) below) Chief Scientific Officer | | | | | |
| (Street) ENCINITAS CA 92024 | | | | | 4 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Line) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | | | | |
| (City) | | State) | (Zip) | | - | | | | | | | | | | Form filed by More than One Reporting Person | | | | | |
| | | Та | ble I - Nor | n-Deriv | vati | ive S | ecuritie | s Ac | quired | , Dis | posed o | of, o | r Bene | ficially | Owned | | | | | |
| Date | | | Date | 2. Transaction Date (Month/Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Code | action (Instr. | | ities A d Of (I | Acquired D) (Instr. | (A) or 3, 4 and 5 | and 5) Securities Beneficially Owned Follo | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | Code | v | Amount | | (A) or (D) | Price | Reported Transacti (Instr. 3 a | on(s) | | | (Instr. 4) | | |
| | | | Table II - | | | | | | | | osed of converti | | | | Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Execution Date, T | | | action (Instr. | Derivative E | | Expiration | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amor of Securities Underlying Derivative Secur (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securitie Beneficia Owned Following Reported Transact (Instr. 4) | e Ownershi s Form: Illy Direct (D) or Indirect g (I) (Instr. 4 | | Beneficial Ownership t (Instr. 4) | |

| Buy) | | | | | | | | | | | | | | | |
|------------------------------|--|------------------------|--|---|--|--------|--|-----|-----|-----------------|--------|--------|--------|-------|--|
| Restricted Stock Units | (2) | 01/17/2023 | | А | | 18,125 | | (3) | (3) | Common Stock | 18,125 | \$0.00 | 18,125 | D | |
| Explanation of Responses: | | | | | | | | | | | | | | | |
| | | of the total shares su | | | | | | | | | | | | | |
| Commencem | Commencement Date (and if there is no corresponding day, on the last day of the month) subject to the reporting person continuing to be a Service Provider as defined in the Company's 2021 Equity Incenti | | | | | | | | | | | | | entiv | |

ve Plan ng p (the "Plan"), through each such date.

(D) Date Exercisable

(A)

٧

Expiration Date

01/17/2033

Title

Common

2. Each restricted stock unit ("RSU") represents a contingent right to receive one share of Ventyx Biosciences, Inc. common stock.

3. Twenty-five percent (25%) of the restricted stock units subject to the RSU Award shall vest on the one (1) year anniversary of the RSU Vesting Commencement Date (as defined below), and twenty-five percent (25%) of the total restricted stock units subject to the RSU Award shall vest each year thereafter on each annual anniversary of the RSU Vesting Commencement Date (and if there is no corresponding day, on the last day of the month), subject to the reporting person continuing to be a Service Provider (as defined in the Plan) through each such date. The RSU Vesting Commencement Date shall mean March 28, 2023.

Remarks:

Stock Option

(Right to

\$33.84

/s/ Christopher Krueger, as 01/18/2023 Attorney-in-Fact ** Signature of Reporting Person Date

or Number of Shares

108,750

\$0.00

108,750

D

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).

01/17/2023

** 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.