

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>NSV Partners III LP</u> <hr/> (Last) (First) (Middle) 500 WEST PUTNAM AVENUE, SUITE 400 <hr/> (Street) GREENWICH CT 06830 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Ventyx Biosciences, Inc. [ VTYX ]</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) 12/13/2022	
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	12/13/2022		J <sup>(1)</sup>		3,341,262 <sup>(2)</sup>	D	\$0.00	13,274,786	I	See Footnotes <sup>(3)(4)(5)(6)(7)</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)
					(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
NSV Partners III LP  


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 (Last) (First) (Middle)  
 500 WEST PUTNAM AVENUE, SUITE 400  


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 (Street)  
 GREENWICH CT 06830  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
NSV Partners III GP LLC  


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 (Last) (First) (Middle)  
 500 WEST PUTNAM AVENUE, SUITE 400  


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 (Street)  
 GREENWICH CT 06830  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
NSV Investments I, L.P.  


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 (Last) (First) (Middle)  
 500 WEST PUTNAM AVENUE, SUITE 400  


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 (Street)

GREENWICH CT 06830

(City) (State) (Zip)

**Explanation of Responses:**

1. The NSV Distributing Funds (as defined below) distributed these shares to their limited partners on a pro rata basis, for no consideration.
2. The share distribution total consists of (i) 1,147,580 shares owned by NSV Master Limited Partnership II, LP, (ii) 972,719 shares owned by NSV 2019 Opportunities Fund, LP, (iii) 831,236 shares owned by NSV 2018 New Horizons Fund, LP, (iv) 134,011 shares owned by NSV Growth Opportunities Fund, LP, (v) 74,960 shares owned by New Science Ventures Fund III, LP, (vi) 65,885 shares owned by NSV 2017 Opportunities Fund, LP, (vii) 45,923 shares owned by NSV 2018 Opportunities Fund, LP, (viii) 35,575 shares owned by NSV 2016 Opportunities Fund, LP, (ix) 23,628 shares owned by New Science Ventures Fund III (Offshore), LP, and (x) 9,745 shares owned by NSV 2016 Opportunities Fund (Offshore), LP (collectively, the "NSV Distributing Funds").
3. Consists of (i) 5,576,174 shares owned by NSV Investments I, LP, (ii) 965,752 shares owned by NSV Master Limited Partnership II, LP, (iii) 888,440 shares owned by NSV 2019 Opportunities Fund, LP, (iv) 768,073 shares owned by NSV 2018 New Horizons Fund, LP, (v) 1,220,999 shares owned by Life & Tech, (vi) 1,096,827 shares owned by NSV Investments III, LP, (vii) 998,099 shares owned by NSV Investments II, LP, (viii) 434,423 shares owned by New Science Ventures, LLC, (ix) 133,629 shares owned by NSV Growth Opportunities Fund, LP, (x) 84,232 shares owned by New Science Ventures Fund III, LP, (xi) 74,032 shares owned by NSV 2017 Opportunities Fund, LP, (xii) 51,624 shares owned by NSV 2018 Opportunities Fund, LP, (xiii) 39,926 shares owned by NSV 2016 Opportunities Fund, LP, (xiv) 26,555 shares owned by New Science Ventures Fund III (Offshore), LP, (xv) 10,980 shares owned by NSV 2016 Opportunities Fund (Offshore), LP, (xvi) 718,914 shares owned by NSV Partners III, LP, and (xvii) 186,107
4. (Continued from footnote 3) shares owned by NSV Partners II, LLC (collectively, the "NSV Funds"). The NSV Funds disclaim beneficial ownership over the shares owned by them, except to the extent of their pecuniary interest therein.
5. NSV Partners III, LP, is the general partner of Life & Tech, NSV 2018 New Horizons Fund LP, NSV Investments I, LP, NSV 2018 Opportunities Fund, LP, NSV 2019 Opportunities Fund, LP, NSV Growth Opportunities Fund, LP, NSV Investments III, LP, and NSV Investments II, LP, (collectively, the "NSV Partners III Funds"), and received an aggregate of 718,914 shares distributed by the NSV Partners III Funds, and now owns those shares.
6. NSV Partners II, LLC, is the general partner of New Science Ventures Fund III, LP, New Science Ventures Fund III (Offshore), LP, NSV 2016 Opportunities Fund, LP, NSV 2016 Opportunities Fund (Offshore), LP, NSV 2017 Opportunities Fund, LP, and NSV Master Limited Partnership II, LP (collectively, the "NSV Partners II Funds"), and received an aggregate of 186,107 shares distributed by NSV Partners II Funds, and now owns those shares.
7. Somasundaram Subramaniam is the majority member and managing member of NSV Partners III GP, LLC, and may be deemed to have voting and dispositive power over the shares owned by each entity of which NSV Partners III, LP is general partner. Mr. Subramaniam disclaims beneficial ownership over the shares owned by each of the NSV Funds, except to the extent of his pecuniary interest therein. Mr. Subramaniam is the majority member and managing member NSV Partners II, LLC, and may be deemed to have voting and dispositive power over the shares owned by each entity of which NSV Partners II, LLC is general partner. Mr. Subramaniam is a director of the Issuer and files separate Section 16 reports.

**Remarks:**

/s/ NSV Partners III, LP, By:  
Brenda Marex, Chief 12/15/2022  
Financial Officer  
/s/ NSV Partners III GP, LLC,  
By: Brenda Marex, Chief 12/15/2022  
Financial Officer  
/s/ NSV Investments I, LP, By:  
Brenda Marex, Chief 12/15/2022  
Financial Officer

\*\* 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.