

☐ 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

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

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

1. Name and Address of Reporting Person * <u>Townsend Adam J.</u>  (Last) (First) (Middle) <u>C/O APELLIS PHARMACEUTICALS, INC.</u> <u>100 FIFTH AVENUE.</u>  (Street) <u>WALTHAM</u> <u>MA</u> <u>02451</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Apellis Pharmaceuticals, Inc. [ APLS ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>02/21/2023</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Commercial Officer</u>  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	02/21/2023		A		9,886 <sup>(1)</sup>	A	\$0.00	77,036	D	
Common Stock	02/21/2023		F		1,041 <sup>(2)</sup>	D	\$58.5	75,995	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 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					
Stock Option (Right to Buy)	\$35.46	02/21/2023		A		14,023		(3)	01/20/2032	Common Stock 14,023	\$0.00	14,023	D	

Explanation of Responses:

1. The Reporting Person was granted performance-based restricted stock units ("PRSUs") on January 21, 2022, the vesting of which was subject to the attainment of each of the following events: (i) the submission of a new drug application ("NDA") for intravitreal pegcetacoplan with the U.S. Food and Drug Administration ("FDA") for the treatment of geographic atrophy secondary to age-related macular degeneration in the second quarter of 2022; (ii) the acceptance of such NDA with priority review by the FDA; and (iii) receipt of approval of the NDA by the FDA by March 15, 2023 (collectively, the "2022 Performance Condition"). On February 21, 2023, the Compensation Committee determined that the 2022 Performance Condition had been achieved, resulting in the vesting of 2,471 shares of common stock, representing 25% of the shares underlying the PRSUs. The remaining shares underlying the PRSUs vest as to 25% on each anniversary of the grant date thereafter, subject to continued service.

2. Represents shares withheld by the Company to satisfy tax withholding obligations in connection with the vesting of PRSUs.

3. The Reporting Person was granted performance-based stock options on January 21, 2022, the vesting of which was subject to the attainment of the 2022 Performance Condition. On February 21, 2023, the Compensation Committee determined that the 2022 Performance Condition had been achieved, resulting in the vesting of 25% of the shares underlying the option. The remaining shares underlying the option vest in equal monthly installments thereafter through the fourth anniversary of the grant date, subject to continued service.

Remarks:

/s/ David Watson, attorney-in-  
fact for Adam Townsend

02/21/2023

\*\* 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.