

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

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See instruction 1(b).

1. Name and Address of Reporting Person* <u>RiverVest Venture Fund III, L.P.</u>  (Last) (First) (Middle) 101 S. HANLEY ROAD SUITE 1850  (Street) ST. LOUIS MO 63105  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SPRUCE BIOSCIENCES, INC. [ SPRB ]</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) 10/14/2020	
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	10/14/2020		C		1,070,172	A	(1)	1,070,172	I	See footnotes <sup>(2)</sup> (3)(4)
Common Stock	10/14/2020		C		828,109	A	(1)	1,898,281	I	See footnotes <sup>(3)</sup> (4)(5)(6)
Common Stock	10/14/2020		P <sup>(7)</sup>		250,000 <sup>(7)</sup>	A	\$15	2,148,281	I	See footnote <sup>(8)</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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series A Preferred Stock	(1)	10/14/2020		C		7,000,000	(1)	(1)	(1)	Common Stock	1,070,172	\$0.00	0	I	See footnotes <sup>(2)(3)</sup> (4)
Series B Preferred Stock	(1)	10/14/2020		C		5,416,666	(1)	(1)	(1)	Common Stock	828,109	\$0.00	0	I	See footnotes <sup>(3)(4)</sup> (5)(6)

1. Name and Address of Reporting Person\*  
RiverVest Venture Fund III, L.P.  
 (Last) (First) (Middle)  
 101 S. HANLEY ROAD SUITE 1850  
 (Street)  
 ST. LOUIS MO 63105  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
RiverVest Venture Fund III (Ohio), L.P.  
 (Last) (First) (Middle)  
 101 S. HANLEY ROAD SUITE 1850  
 (Street)  
 ST. LOUIS MO 63105  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
RiverVest Venture Fund IV, L.P.  
 (Last) (First) (Middle)  
 101 S. HANLEY ROAD SUITE 1850  
 (Street)  
 ST. LOUIS MO 63105  
 (City) (State) (Zip)

