

OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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>Martini Jeffrey S</u>  (Last) (First) (Middle) <u>C/O PALVELLA THERAPEUTICS, INC.</u> <u>125 STRAFFORD AVENUE, SUITE 360</u>  (Street) <u>WAYNE PA 19087</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>12/13/2024</u>	3. Issuer Name and Ticker or Trading Symbol <u>PALVELLA THERAPEUTICS, INC. [ PVL A ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <input type="checkbox"/> <u>Chief Scientific Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	(1)	10/11/2030	Common Stock	32,272	9.08	D	
Stock Option (right to buy)	(2)	02/22/2033	Common Stock	10,213	9.79	D	
Stock Option (right to buy)	(2)	02/22/2033	Common Stock	18,541	9.79	D	
Stock Option (right to buy)	(3)	05/27/2034	Common Stock	13,281	7.53	D	
Stock Option (right to buy)	(3)	05/27/2034	Common Stock	6,606	7.53	D	

**Explanation of Responses:**

- The stock option is fully vested.
- The stock option vests in equal monthly installments over a forty-eight month period. The option was granted on February 23, 2023.
- The stock option vests in equal monthly installments over a forty-eight month period. The option was granted on May 28, 2024.

/s/ Kathleen A. McGowan,  
Attorney-in-Fact

12/16/2024

\*\* 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 5 (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.

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**MARTINI Jeff - Company POA.pdf**

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**E-Signature Summary**

**E-Signature 1: Jeff Martini (JM)**  
January 13, 2022 10:08:56 -8:00 [2D1253C17D1D] [98.114.174.111]  
jeff.martini@paivellatx.com (Principal)

**E-Signature Notary: JANETTE MARIE CHAMBERLIN (JMC)**  
January 13, 2022 10:08:56 -8:00 [658B7FF321E0] [136.226.49.116]  
chamberj@pepperlaw.com  
I, JANETTE MARIE CHAMBERLIN, did witness the participants named above electronically sign this document.



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POWER OF ATTORNEY

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Kathleen A. McGowan of Palvella Therapeutics, Inc. (the "Company") with full power to act singly, as the undersigned's true and lawful attorney-in-fact, with full power of substitution, to:

- 1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director and/or beneficial owner of the Company, Form ID Application, Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- 2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID Application, Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- 3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to the attorneys-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted.

This power of attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to the attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 13 day of January, 2022.



By: \_\_\_\_\_  
Name: Jeffrey Martini, Ph.D.  
Title: VP of R&D and Corporate Strategy

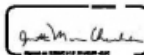
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State of PENNSYLVANIA )  
 ) ss.  
County of CHESTER )

On this 13 day of January 2022, before me, the undersigned notary public, personally appeared Jeffrey Martini, Ph.D., who acknowledged that he executed the foregoing Power of Attorney for the purposes stated therein.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Notary Public

My Commission Expires:

October 2, 2023

[ SEAL ]

Commonwealth of Pennsylvania - Notary Seal  
Janette Marie Chamberlin, Notary Public  
Chester County  
My Commission Expires Oct 02, 2023  
Commission Number 1358528

Notarial act performed by audio-visual communication

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