SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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 [*] Kaupinen Wes	2. Date of Event Requiring Statement (Month/Day/Year) 12/13/2024	3. Issuer Name and Ticker or Trading Symbol PALVELLA THERAPEUTICS, INC. [PVLA]		
(Last) (First) (Middle) C/O PALVELLA THERAPEUTICS, INC. 125 STRAFFORD AVENUE, SUITE 360	12/10/2021	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner X Officer (give title Other (specify below) below)	 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 	
(Street) WAYNE PA 19087 (City) (State) (Zip)		President & CEO	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)	
Common Stock	42,940	D	
Common Stock	781,409	I	by Christine L. Kaupinen 2019 Irrevocable Trust dated February 28, 2019
Common Stock	781,409	I	by Wesley H. Kaupinen 2019 Irrevocable Trust dated February 28, 2019

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

itle of Derivative Security (Instr. 4) 2. Date Expirat (Month			3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		or Exercise	1 Y /	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Indirect (I) (Instr. 5)	
Stock Option (right to buy)	(1)	02/22/2033	Common Stock	21,433	9.79	D	
Stock Option (right to buy)	(2)	05/27/2034	Common Stock	81,459	7.53	D	

Explanation of Responses:

1. The stock option vests in equal monthly installments over a forty-eight month period. The option was granted on February 23, 2023.

2. The stock option vests in equal monthly installments over a forty-eight month period. The option was granted on May 28, 2024.

1	/s/ Kathleen A. McGowan,
	Attorney-in-Fact
-	rittorney in ruet

** Signature of Reporting Person

12/16/2024

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.

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.

OMB APPROVAL

POWER OF ATTORNEY

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

- 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, Update Passphrase, Consent of Reporting Person, 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, Update Passphrase, Consent of Reporting Person, 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-infact'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-infact'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 <u>16</u> day of December, 2024.

	DocuSigned by:	
By:	Wesley transinen	
Name:	Wesley Kaupinen	
Title:	President and CEO	