FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
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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 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

e Responses)															
Name and Address of Reporting Person * Vasquez Nicki			2. Issuer Name and Ticker or Trading Symbol SUTRO BIOPHARMA, INC. [STRO]							5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(C/O SUTRO BIOPHARMA, INC., 310 UTAH AVENUE, SUITE 150			3. Date of Earliest Transaction (Month/Day/Year) 09/24/2021							X Officer (give title below) Other (specify below) Chief Port. Strat & Alnce Ofcr					
AN FRAN	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)								6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person				
1	(State)	(Zip)				Table I	- Non-D	erivativ	e Securit	ies Acquir	ed, Disposed	of, or Bene	ficially Own	ed	
(Instr. 3)		Date (Month/Day/Year)			Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		of (D)	Owned Following Reported Transaction(s)		Ownership Form:	7. Nature of Indirect Beneficial		
					Code V		Amoun	(A) or (D)	Price			Ownership (Instr. 4)			
Stock		09/24/2021				M		5,969	A	\$ 0	13,239			D	
Stock		09/24/2021				F		2,063 (1)	D	\$ 19.23	11,176			D	
Stock		09/28/2021				S ⁽²⁾	1	3,906			7,270			D	
eport on a sej	parate fine for each	Table II -	Derivati	ve Se	ecurit	ties Acq	Pers in th disp uired, Di	ons whis form	are not currently of, or Be	required valid ON	to respond IB control r	unless the		ned SEC	1474 (9-02)
Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) any		3A. Deemed Execution Date, i	4. 5. N Transaction of Code Der (Instr. 8) Sec Acc (A) Dis of (Instr. 8) Control of (Instr. 8) Sec		Number fivative curities quired o or sposed (D) str. 3, 4,		e Exercisable and ation Date ch/Day/Year)		7. Title of Unde Securiti	erlying es	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownersh Form of Derivativ Security Direct (I or Indire	Beneficial Ownership (Instr. 4)	
			Code	V	(A)	(D)	Date Exercise			Title	Amount or Number of Shares				
					,										
	Address of Five Nicki RO BIOPH SOLUTE 1: AN FRAN Curity Stock Stock Stock Proceedings of Five Price of Derivative	Address of Reporting Person* Nicki (First) RO BIOPHARMA, INC., SUITE 150 (Street) AN FRANCISCO, CA 94 (State) Curity Stock Stock Stock Price of Conversion or Exercise Price of Derivative	Address of Reporting Person Nicki (First) (Middle) RO BIOPHARMA, INC., 310 UTAH (SUITE 150) (Street) AN FRANCISCO, CA 94080 (State) (Zip) Curity 2. Transaction Date (Month/Day/Year) Stock 09/24/2021 Stock 09/24/2021 Stock 09/28/2021 Eport on a separate line for each class of securities by the companion of Exercise Price of Derivative 1. Table II - 2. (Month/Day/Year) Address of Reporting Person Nickide (Middle) (Middle) (Zip) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year)	Address of Reporting Person Sicki RO BIOPHARMA, INC., 310 UTAH SUITE 150 (Street) (Street) (State) (State) (State) (State) (State) (Stock 09/24/2021 Stock 09/24/2021 Stock 09/24/2021 Stock 09/28/2021 Stock 09/28/2021 Stock 12. Conversion or Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Date of 09/24/2021 2. Transaction Opate (Month/Day/Year) (A. If Ame Execution any (Month/Day/Year) 3. Date of 09/24/2021 4. If Ame Execution any (Month/Day/Year) 2. Table II - Derivative (e.g., puts any (Month/Day/Year) (Month/Day/Year) 3. Transaction Execution Date of Execution Date, if Any (Month/Day/Year) (Instr. 8)	Address of Reporting Person Sicki RO BIOPHARMA, INC., 310 UTAH RO BIOPHARMA, INC., 310 UTAH RO Street) SAN FRANCISCO, CA 94080 (State) (State) (State) (State) (Stock) 2. Transaction Date Execution Date (Month/Day/Year) Stock 09/24/2021 Stock 09/24/2021 Stock 09/24/2021 Stock 09/24/2021 Stock 09/24/2021 Stock 09/28/2021 Table II - Derivative Sc (e.g., puts, ca (e.g., puts, ca (e.g., puts, ca (e.g., puts, ca (month/Day/Year)) AN FRANCISCO, CA 94080 (State) (State) (State) (State) (State) 2. Transaction Date (e.g., puts, ca (month/Day/Year)) AN Deemed Execution Date (e.g., puts, ca (e.g., puts, ca (e.g., puts, ca (month/Day/Year)) (Month/Day/Year) AN Deemed Execution Date (e.g., puts, ca (e.g., puts, ca (e.g., puts, ca (month/Day/Year))	Address of Reporting Person* Nicki RO BIOPHARMA, INC., 310 UTAH Conversion or Exercise Price of Derivative Security Address of Reporting Person* (First) (First) (Conversion or Exercise Price of Derivative Security (Address of Reporting Person* (First) (Conversion of Exercise Price of Derivative Security (Address of Reporting Person* (Middle) (Midd	Address of Reporting Person* Nicki Colored Sutre Sutro Biopharm (Middle) (Street) AN FRANCISCO, CA 94080 (State) Curity Curity Code (Instr. 8) Stock Code (Instr. 8) Stock Conversion Date of Earliest Transaction Date (Instr. 8) Code (Instr. 8) Code (Instr. 8) Code (Instr. 8) Table II - Derivative Securities Acqueed (Reg., puts, calls, warrants, any Price of Derivative Security Code (Instr. 8) Table II - Derivative Securities Acqueed (Instr. 8) (Month/Day/Year) A. If Amendment, Date Origing Acqueed Execution Date, if Code (Instr. 8) Code (Instr. 8) Code (Instr. 8) Table II - Derivative Securities Acqueed Execution Date, if Code (Instr. 8) Code (Instr. 8)	Address of Reporting Person	Address of Reporting Person Sicki 2. Issuer Name and Ticker or Trading Syml SUTRO BIOPHARMA, INC. [STRO BIOPHARMA, INC.] (Middle) RO BIOPHARMA, INC., 310 UTAH, SUITE 150 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table I - Non-Derivativ (Code (A) or I (Instr. 8) Stock 09/24/2021 M 5,969 Stock 09/24/2021 M 5,969 Stock 09/24/2021 F 2,063 (II) Stock 09/28/2021 Size of Earliest Transaction (Month/Day/Year) (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Instr. 8) (Month/Day/Year) Code V Amount Stock 09/24/2021 F 2,063 (II) Stock 09/28/2021 Size of Earliest Transaction (Month/Day/Year) (Month/Day/Year) 3. Transaction Code (A) or I (Instr. 8) (Month/Day/Year) Amount Stock 09/24/2021 F 2,063 (II) Table II - Derivative Securities Acquired, Disposed of (Execution Date, if Transaction of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4, and 5) (Month/Day/Year) Date Expiration Date (Instr. 8) Date Expiration Date (Instr. 8) Date Expiration Date (Instr. 3, 4, and 5) Date Exercisable Date Exerci	Address of Reporting Person SUTRO BIOPHARMA, INC. [STRO]	Address of Reporting Person SUTRO BIOPHARMA, INC. [STRO]	Address of Reporting Person SUTRO BIOPHARMA, INC. STRO	Address of Reporting Person Circle	Address of Reporting Person	Address of Reporting Person SUTRO BIOPHARMA, INC. STRO Surre (Check all applicable) SUTRO BIOPHARMA, INC. STRO Director 10% observed 10% o

Reporting Owners

		Relationships					
Reporting (Owner Name / Address	Director	10% Owner	Officer	Other		
310 UTAH AV	IOPHARMA, INC. ENUE, SUITE 150 RANCISCO, CA 94080			Chief Port. Strat & Alnce Ofcr			

Signatures

|--|

09/28/2021

**Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (1) Represents the number of shares of Common Stock that have been withheld by the issuer to satisfy its income tax withholding and remittance obligations in connection with the net settlement of the RSUs and does not represent a sale by the reporting person.
- (2) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
 - The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$18.47 to \$19.08 per share, inclusive. The reporting
- (3) person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (4) Each RSU represents a contingent right to receive one (1) share of the issuer's Common Stock upon settlement.
- (5) The RSUs vest as to 1/3rd of the total shares annually beginning on September 26, 2019, subject to continued service through each vesting date.

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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