FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF	СНА

NGES IN BENEFICIAL OWNERSHIP

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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

Name and Address of Reporting Person* Peraza Lisa (5.00) (4.500)			<u>HI</u>	2. Issuer Name and Ticker or Trading Symbol HERON THERAPEUTICS, INC. /DE/ [HRTX]									ationship of Reporting k all applicable) Director Officer (give title below)		ig Per	Person(s) to Issuer 10% Owner Other (specify below)			
	(Last) (First) (Middle) 4242 CAMPUS POINT COURT SUITE 200			04/	3. Date of Earliest Transaction (Month/Day/Year) 04/13/2021								VP, Chief Accounting Officer						
(Street) SAN DII			92121 (Zip)		_ 4. 1	f Amen	idment	t, Date (of Origina	ıl File	d (Month/D	Day/Year)		6. Indi Line) X	Form	filed by One filed by Mor	e Rep	g (Check Ap orting Perso n One Repo	n
(0.9)				n-Deriv	/ative	Sec	uritie	es Ac	auired.	Dis	sposed (of, or Be	enefic	ially	Owned				
1. Title of Security (Instr. 3)			2. Transa Date	Transaction ate lonth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			or 5. Amo Securit Benefic Owned		int of es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)	Price	e	Reporte Transac (Instr. 3	tion(s)			Instr. 4)
Common Stock			04/13	/2021	2021					552	2 A		1)	12,136			D		
Common Stock 04			04/13	/2021	2021		F		191	D ⁽²⁾ \$2		5.66	11	11,945		D			
		Т	able II -									, or Ben ible sec			Owned				
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/Yea		4. Transaction Code (Instr. 8)		on of E		6. Date Exercisable and Expiration Date (Month/Day/Year)		е	7. Title and Amount of Securities Underlying Derivative Securi (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)		Date Exercisal		Expiration Date	Title	Amous or Number of Shares	er					
Restricted Stock Units	(1)	04/13/2021			M			552	(3)		(3)	Common Stock	552		\$0.00	7,729		D	

Explanation of Responses:

- 1. Restricted stock units convert into common stock on a one-for-one basis.
- 2. Represents the withholding by the Company of certain of the vested shares of restricted stock to satisfy the minimum statutory tax obligations applicable to such transactions.
- $3. \ The \ restricted \ stock \ units \ vest \ in \ 16 \ equal \ quarterly \ installments \ beginning \ three \ months \ after \ the \ date \ of \ grant \ (10/13/2020).$

Remarks:

/s/ Lisa Peraza

04/15/2021

** 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.