Sientra, Inc. Form 3 October 28, 2014

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Smith Joel S.

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

10/28/2014

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Sientra, Inc. [SIEN]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

GC, Secretary and CCO

Filed(Month/Day/Year)

420 SOUTH

FAIRVIEW,, SUITE 200

(Street)

(State)

Director _X__ Officer (give title below) (specify below) 6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

SANTA BARBARA. CAÂ 93117

(City)

1. Title of Security (Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form: Direct (D)

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

10% Owner

Other

or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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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

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4) Title

Date Expiration Exercisable Date

Amount or Number of Shares

Security: Derivative Security Direct (D) or Indirect

(I)

1

						(Instr. 5)	
Employee Stock Option (right to buy)	(1)	07/09/2017	Common Stock	38,545	\$ 1.65	D	Â
Employee Stock Option (right to buy)	(2)	01/14/2019	Common Stock	16,000	\$ 2.338	D	Â
Employee Stock Option (right to buy)	(3)	04/18/2022	Common Stock	29,090	\$ 3.988	D	Â
Employee Stock Option (right to buy)	(4)	04/24/2024	Common Stock	12,727	\$ 11	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
coporting of the state of the s	Director	10% Owner	Officer	Other		
Smith Joel S. 420 SOUTH FAIRVIEW, SUITE 200 SANTA BARBARA, CA 93117	Â	Â	GC, Secretary and CCO	Â		

Signatures

/s/ Joel Smith 10/28/2014

**Signature of Person Date

Reporting Person

Explanation of Responses:

- * 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).
- (1) This stock option is fully vested.
- (2) This stock option is fully vested.
- (3) This stock option vests as follows: 1/4 vested on March 9, 2013, with the balance vesting in approximately equal installments on the last day of each full month following March 9, 2013 through February 29, 2016.
- (4) This stock option vests as follows: 1/4 vested on January 15, 2010, with the balance vesting in approximately equal installments on the last day of each full month following January 1, 2015 through June 30, 2015.

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Remarks:

Exhibit 24. Power of Attorney for Joel Smith.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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