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 * Pigeon Matthew Statement

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

(Month/Day/Year)

10/28/2014

Sientra, Inc. [SIEN]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

420 SOUTH

(Last)

FAIRVIEW,, SUITE 200

(Street)

(State)

(First)

(Check all applicable) Director

(give title below) (specify below)

_X__ Officer

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

CFO and Treasurer Person

Form filed by More than One

Reporting Person

SANTA

BARBARA. CAÂ 93117

(City)

(Zip)

(Middle)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) 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)

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 control number.

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

5. Ownership Form of Derivative Security:

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

Date Expiration Exercisable Date

Title Amount or Number of

Shares

Derivative Security

Direct (D) or Indirect

(I)

1

						(Instr. 5)	
Employee Stock Option (right to buy)	(1)	12/31/2019	Common Stock	71,090	\$ 2.338	D	Â
Employee Stock Option (right to buy)	(2)	04/18/2022	Common Stock	38,000	\$ 3.988	D	Â
Employee Stock Option (right to buy)	(3)	04/24/2024	Common Stock	7,272	\$ 11	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Pigeon Matthew 420 SOUTH FAIRVIEW, SUITE 200 SANTA BARBARA Â CAÂ 93117	Â	Â	CFO and Treasurer	Â		

Signatures

/s/ Joel Smith, Attorney-in-fact for Matthew Pigeon 10/28/2014

**Signature of Reporting Person Date

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.
- 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.
- (3) This stock option vests as follows: 1/4 vesting on January 1, 2015 with the balance vesting in approximately equal installments on the last day of each full month following January 1, 2015 through December 31, 2017.

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Remarks:

Exhibit 24- Power of Attorney for Matthew Pigeon.

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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