

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>O'Donnell Niall</u> (Last) (First) (Middle) <u>C/O RIVERVEST VENTURE PARTNERS</u> <u>101 S. HANLEY RD., STE. 1850</u> (Street) <u>ST. LOUIS MO 63105</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SPRUCE BIOSCIENCES, INC. [SPRB]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/16/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/16/2023		p ⁽¹⁾		630,400	A	\$3.17 ⁽²⁾	1,326,305	I	By RiverVest Venture Fund IV, L.P. ⁽³⁾

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

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/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Common Stock Warrant (Right to Buy)	\$3.96	02/16/2023		p ⁽⁴⁾		472,800		02/16/2023	02/16/2028	Common Stock	472,800	(2)	472,800	I	By RiverVest Venture Fund IV, L.P. ⁽³⁾

Explanation of Responses:

- The shares were purchased in the Issuer's private offering.
- Represents the combined purchase price of \$3.17 for Common Stock and Warrants acquired from Issuer in a private offering.
- RiverVest Venture Partners IV, L.P. is the general partner of RiverVest Venture Fund IV, L.P. The Reporting Person is a manager of RiverVest Venture Partners IV, LLC, the sole general partner of RiverVest Venture Partners IV, L.P., and as a result may be deemed to share dispositive voting and investment power with respect to the shares held by RiverVest Venture Partners IV, L.P. The Reporting Person disclaims beneficial ownership of all shares held by RiverVest Venture Partners IV, L.P. except to the extent of his pecuniary interests therein.
- The warrant was purchased in the Issuer's private offering.

Remarks:

/s/ Samir Gharib, Attorney-in-Fact 05/16/2023

** 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.