ABG Management Ltd
Form 4
September 14, 2018

FORM 4

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

STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ABG Management Ltd

(Last) (First) (Middle)

UNIT 3002-3004, 30TH FLOOR, GLOUCESTER TOWER, THE LANDMARK, CENTRAL

(Street)

HONG KONG, K3 00000

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Sorrento Therapeutics, Inc. [SRNE]

3. Date of Earliest Transaction (Month/Day/Year)
09/12/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
__X__ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/12/2018		S		189,754	D	$ 5.0597	1,120,834	I	Through ABG II-SO Limited (1) (2) (3) (4) (5)
Common Stock	09/13/2018		S		29,137	D	$ 5.0059	1,091,697	I	Through ABG II-SO Limited (1) (2) (3) (4) (5)
Common Stock	09/13/2018		S		78,677	D	$ 4.9159	1,013,020	I	Through ABG II-SO Limited (1) (2) (3) (4) (5)
Common								1,328,529	I	Through Ally

Stock				Bridge LB Healthcare Master Fund Limited (1) (2) (3) (4) (6)
Common Stock		3,041,759	I	Through ABG SRNE Limited (1) (2) (3) (4) (7)
Common Stock		1,408,027	I	Through ABG Innovation-SO Limited (1) (2) (3) (4) (8)

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

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.

SEC 1474 (9-02)

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 Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Warrants	$ 8.5							(9)	05/31/2019	Common Stock	432,432	
Warrants	$ 8.5							(9)	05/31/2019	Common Stock	432,432	
Warrants	$ 8.5							(10)	06/07/2019		540,540	

Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ABG Management Ltd UNIT 3002-3004, 30TH FLOOR GLOUCESTER TOWER, THE LANDMARK, CENTRAL HONG KONG, K3 00000		X		
ABG II-SO Ltd UNIT 3002-3004, 30TH FLOOR GLOUCESTER TOWER, THE LANDMARK, CENTRAL HONG KONG, K3 00000		X		
ABG Innovation-SO Ltd UNIT 3002-3004, 30TH FLOOR GLOUCESTER TOWER, THE LANDMARK, CENTRAL HONG KONG, K3 00000		X		
ABG SRNE Ltd UNIT 3002-3004, 30TH FLOOR GLOUCESTER TOWER, THE LANDMARK, CENTRAL HONG KONG, K3 00000		X		
Ally Bridge Group Capital Partners II, L.P. UNIT 3002-3004, 30TH FLOOR GLOUCESTER TOWER, THE LANDMARK, CENTRAL HONG KONG, K3 00000		X		
Ally Bridge Group Innovation Capital Partners III, L.P. UNIT 3002-3004, 30TH FLOOR GLOUCESTER TOWER, THE LANDMARK, CENTRAL HONG KONG, K3 00000		X		
Ally Bridge LB Healthcare Master Fund Ltd UNIT 1602, 16/F, WHEELOCK HOUSE 20 PEDDER STREET, CENTRAL HONG KONG, K3 00000		X		
Ally Bridge LB Management Ltd UNIT 1602, 16/F, WHEELOCK HOUSE 20 PEDDER STREET, CENTRAL HONG KONG, K3 00000		X		
Li Bin UNIT 1602, 16/F, WHEELOCK HOUSE 20 PEDDER STREET, CENTRAL		X		

HONG KONG, K3 00000

Yu Fan
UNIT 3002-3004, 30TH FLOOR
GLOUCESTER TOWER, THE LANDMARK, CENTRAL
HONG KONG, K3 00000

X

Signatures

By: /s/ Yu Fan on behalf of ABG Management Ltd.	09/14/2018
**Signature of Reporting Person	Date
By: /s/ Yu Fan on behalf of ABG Management Ltd.	09/14/2018
**Signature of Reporting Person	Date
By: /s/ Yu Fan on behalf of ABG Innovation-SO Limited	09/14/2018
**Signature of Reporting Person	Date
By: /s/ Yu Fan on behalf of ABG SRNE Limited	09/14/2018
**Signature of Reporting Person	Date
By: /s/ Yu Fan on behalf of Ally Bridge Group Capital Partners II, L.P.	09/14/2018
**Signature of Reporting Person	Date
By: /s/ Yu Fan on behalf of Ally Bridge Group Innovation Capital Partners III, L.P.	09/14/2018
**Signature of Reporting Person	Date
By: /s/ Yu Fan on behalf of Ally Bridge LB Healthcare Master Fund Limited	09/14/2018
**Signature of Reporting Person	Date
By: /s/ Yu Fan on behalf of Ally Bridge LB Management Limited	09/14/2018
**Signature of Reporting Person	Date
By: /s/ Yu Fan on behalf of Li Bin	09/14/2018
**Signature of Reporting Person	Date
/s/ Yu Fan	09/14/2018
**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) The Reporting Persons are making this joint, single filing because they may be deemed to constitute a "group" within the meaning of Section 13(d)(3) of the Securities Exchange Act 1934 as amended (the "Act").

(2) The Form 4 is filed by and on behalf of each of the following persons (each a "Reporting Person"): (i) ABG II-SO Limited ("ABG II-SO"), a British Virgin Islands limited company, (ii) Ally Bridge Group Capital Partners II, L.P., a Cayman Islands limited partnership, (iii) Ally Bridge LB Healthcare Master Fund Limited ("ABG LB"), a Cayman Islands limited company, (iv) Ally Bridge LB Management Limited, a Cayman Islands limited company, (v) ABG SRNE Limited ("ABG SRNE"), a British Virgin Islands limited company, (vi) Ally Bridge Group Innovation Capital Partners III, L.P., a Cayman Islands limited company, (vii) ABG Management Ltd., a Cayman Islands limited partnership, (viii) ABG Innovation-SO Limited, a British Virgin Islands limited company,

(3) (ix) Mr. Fan Yu, a director of ABG LB and a shareholder and director of Ally Bridge LB Management Limited, and the sole shareholder and director of ABG Management Ltd., and (x) Mr. Bin Li, a director and executive officer of ABG LB and a shareholder and director of Ally Bridge LB Management Limited.

(4) Each Reporting Person states that neither the filing of this statement nor anything herein shall be deemed an admission that such person is, for the purpose of Section 16 of the Act or otherwise, the beneficial owner of any securities covered by this statement. Each Reporting Person disclaims beneficial ownership of the securities covered by this statement, except to the extent of the pecuniary interest of such person in such securities.

(5) ABG II-SO directly owns 1,013,020 shares of common stock of the Issuer. The following Reporting Persons may be deemed to beneficially own such securities: (i) Ally Bridge Group Capital Partners II, L.P., as parent of ABG II-SO, (ii) ABG Management Ltd., as manager of Ally Bridge Group Capital Partners II, L.P., and (iii) Mr. Fan Yu, as sole shareholder and director of ABG Management Ltd.

(6) ABG LB directly owns (i) 1,328,529 shares of common stock of the Issuer and (ii) warrants to purchase 432,432 shares of common stock of the Issuer. The following Reporting Persons may be deemed to beneficially own such securities: (i) Ally Bridge LB Management Limited, as manager of ABG LB, (ii) Mr. Fan Yu, as a shareholder and director of Ally Bridge LB Management Limited, and (iii) Mr. Bin Li, as a shareholder and director of Ally Bridge LB Management Limited.

(7) ABG SRNE directly owns (i) 3,041,759 shares of common stock of the Issuer and (ii) warrants to purchase 972,972 shares of common stock of the Issuer. The following Reporting Persons may be deemed to beneficially own such securities: (i) Ally Bridge Group Innovation Capital Partners III, L.P., as owner of the sole voting share of ABG SRNE, (ii) ABG Management Ltd., as manager of Ally Bridge Group Innovation Capital Partners III, L.P., and (iii) Mr. Fan Yu, as sole shareholder and director of ABG Management Ltd.

(8) Ally Bridge Group Innovation Capital Partners III, L.P. is the owner of the sole voting share of ABG Innovation-SO Limited, which directly owns 1,408,027 shares of common stock of the Issuer. The following Reporting Persons may be deemed to beneficially own such securities: (i) Ally Bridge Group Innovation Capital Partners III, L.P., (ii) ABG Management Ltd., as manager of Ally Bridge Group Innovation Capital Partners III, L.P., and (iii) Mr. Fan Yu, as sole shareholder and director of ABG Management Ltd.

(9) The warrants are exercisable at any time on or after May 31, 2016.

(10) The warrants are exercisable at any time on or after June 7, 2016.

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.

Explanation of Responses: