

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Litton Mark James</u> (Last) (First) (Middle) <u>C/O ATHIRA PHARMA, INC.</u> <u>18706 NORTH CREEK PARKWAY, SUITE 104</u> (Street) <u>BOTHELL</u> <u>WA</u> <u>98011</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Athira Pharma, Inc. [ATHA]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>12/31/2025</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director 10% Owner ☒ Officer (give title below) Other (specify below) <u>President and CEO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person Form filed by More than One Reporting Person
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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 ⁽¹⁾	12/31/2025		M		10,834	A	\$0	43,414	D	
Common Stock	01/02/2026		S ⁽²⁾		2,586	D	\$6.88 ⁽³⁾	40,828	D	
Common Stock								656	I	By Irrevocable Trust of OSL ⁽⁴⁾
Common Stock								656	I	By Irrevocable Trust of SWL ⁽⁵⁾
Common Stock								656	I	By Irrevocable Trust of WGL ⁽⁶⁾

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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units ⁽⁷⁾	⁽⁸⁾	12/31/2025		M		10,834	⁽⁹⁾	⁽⁹⁾	Common Stock	10,834	\$0	0	D	

Explanation of Responses:

1. The reported number of shares in this Form 4 has been adjusted to reflect the impact of the Issuer's 10-for-1 reverse stock split completed on September 17, 2025 (the "Reverse Stock Split").
2. Represents shares of common stock sold to cover tax withholding and remittance obligations in connection with the vesting of restricted stock units ("RSU") pursuant to mandatory "sell to cover" policies maintained by the issuer and provisions contained in the reporting person's applicable RSU agreement, and does not represent a discretionary sale by the reporting person. No additional shares of common stock were sold by the reporting person and the shares of common stock received upon settlement of the RSUs are subject to a lock-up agreement with Cantor Fitzgerald & Co. entered into in connection with the Issuer's private placement in December 2025.
3. The "Amount" and "Price" reported in this Column 4 reflect the aggregate number and weighted-average price, respectively, of shares sold. These shares were sold in multiple transactions at prices ranging from \$6.60 to \$7.56, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.
4. Reflects Common Stock held by Irrevocable Trust of OSL held for the benefit of Dr. Litton's children.
5. Reflects Common Stock held by Irrevocable Trust of SWL held for the benefit of Dr. Litton's children.
6. Reflects Common Stock held by Irrevocable Trust of WGL held for the benefit of Dr. Litton's children.
7. RSUs convert into common stock on a one-for-one basis.
8. Each RSU represents a contingent right to receive one (1) share of Issuer's common stock.
9. On October 1, 2024, the reporting person was granted 32,500 RSUs. One-third (1/3rd) of the RSUs vest on each of December 31, 2024, June 30, 2025 and December 31, 2025, subject to the reporting person continuing to be a Service Provider (as defined in the Issuer's 2020 Equity Incentive Plan (the "Plan")) through the applicable vesting dates.

/s/ Mark Worthington,
Attorney-in-Fact on behalf of 01/05/2026
Mark James Litton

** 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.