

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>Brandenberger Ralph</u> _____ (Last) (First) (Middle) C/O NKARTA, INC. 6000 SHORELINE COURT, SUITE 102 _____ (Street) SOUTH SAN FRANCISCO CA 94080 _____ (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/24/2021	3. Issuer Name and Ticker or Trading Symbol <u>Nkarta, Inc. [NKTX]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr. VP, Technical Operations</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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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 (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	(1)	07/18/2028	Common Stock	8,727	0.41	D	
Stock Option (right to buy)	(2)	05/10/2029	Common Stock	10,405	4.77	D	
Stock Option (right to buy)	(3)	09/05/2029	Common Stock	52,287	3.89	D	
Stock Option (right to buy)	(4)	09/05/2029	Common Stock	34,858	3.89	D	
Stock Option (right to buy)	(5)	07/08/2030	Common Stock	18,480	18	D	
Stock Option (right to buy)	(6)	07/08/2030	Common Stock	17,710	18	D	
Stock Option (right to buy)	(7)	01/07/2031	Common Stock	30,000	54.89	D	

Explanation of Responses:

- The option is vested and exercisable as to 6,271 shares, and the remaining shares will vest and become exercisable ratably in monthly installments until fully vested on April 2, 2022.
- The option is vested and exercisable as to 5,675 shares, and the remaining shares will vest and become exercisable ratably in monthly installments until fully vested on December 6, 2022.
- The option is vested and exercisable as to 18,334 shares, and the remaining shares will vest and become exercisable ratably in monthly installments until fully vested on September 5, 2023.
- The option is vested and exercisable as to 4,678 shares, and the remaining shares will vest and become exercisable ratably in monthly installments until fully vested on July 1, 2024.
- The option is vested and exercisable as to 2,480 shares, and the remaining shares will vest and become exercisable ratably in monthly installments until fully vested on July 1, 2024.
- The option is vested and exercisable as to 2,376 shares, and the remaining shares will vest and become exercisable ratably in monthly installments until fully vested on July 9, 2024.
- The option is vested and exercisable as to 1,250 shares, and the remaining shares will vest and become exercisable ratably in monthly installments until fully vested on January 8, 2025.

Remarks:

/s/ Alicia Hager, Attorney- 03/31/2021
in-Fact for Ralph

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 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).

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.

POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of Paul Hastings, Chief Executive Officer of Nkarta, Inc., a Delaware corporation (the "Company"), Nadir Mahmood, Chief Financial and Business Officer of the Company, and Alicia Hager, Chief Legal Officer of the Company, the undersigned's true and lawful attorney-in-fact to:

- 1 execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of the Company, Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended and the rules thereunder (the "Exchange Act"), and/or authenticating documents pursuant to the rules governing the SEC's EDGAR Filer Management and application thereto;
- 2 do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- 3 take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted.

The undersigned acknowledges that:

- 1 neither the Company nor the foregoing attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange Act, (ii) any liability of the undersigned for any failure to comply with such requirements or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and
- 2 this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act, including without limitation the reporting requirements under Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company unless earlier revoked by the undersigned in a signed writing delivered to each attorney-in-fact.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.]

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 29th day of March, 2021.

/s/ R. Brandenberger

RALPH BRANDENBERGER