

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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:	3235-0104
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1. Name and Address of Reporting Person* <u>TATE GEOFFREY</u> (Last) (First) (Middle) <u>C/O EVERSIN TECHNOLOGIES, INC.</u> <u>1347 N. ALMA SCHOOL ROAD, SUITE 220</u> (Street) <u>CHANDLER AZ 85224</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>10/07/2016</u>	3. Issuer Name and Ticker or Trading Symbol <u>EVERSPIN TECHNOLOGIES INC [MRAM]</u>
	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	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)
Common Stock	32,360	I	See Footnote ⁽¹⁾

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			
Nonqualified Stock Option (Right to Buy)	(2)	05/12/2024	Common Stock	4,153	4.42	D	
Nonqualified Stock Option (Right to Buy)	(2)	05/12/2024	Common Stock	1,923	4.42	D	
Nonqualified Stock Option (Right to Buy)	(3)	08/18/2019	Common Stock	3,846	4.42	D	
Nonqualified Stock Option (Right to Buy)	(4)	01/24/2021	Common Stock	961	4.42	D	
Nonqualified Stock Option (Right to Buy)	(5)	07/11/2026	Common Stock	16,250	15.86	D	
Series A Preferred Stock	(6)	(6)	Common Stock	22,383	(6)	I	See Footnote ⁽¹⁾
Series B Preferred Stock	(6)	(6)	Common Stock	12,071	(6)	I	See Footnote ⁽¹⁾
5% Convertible Subordinated Promissory Note	(7)	(7)	Common Stock	(7)	(7)	I	See Footnote ⁽¹⁾
5% Convertible Subordinated Promissory Note	(8)	(8)	Common Stock	(8)	(8)	I	See Footnote ⁽¹⁾

Explanation of Responses:

1. Shares held by the Tate Family Trust Dated 09/30/98, of which Mr. Tate is a trustee.
2. 1/48th of the shares subject to the option shall vest in successive equal monthly installments measured from August 20, 2013.
3. 1/48th of the shares subject to the option shall vest in successive equal monthly installments measured from August 18, 2009.
4. 1/48th of the shares subject to the option shall vest in successive equal monthly installments measured from January 21, 2011.
5. 1/12th of the shares subject to the option shall vest in successive equal monthly installments measured from May 9, 2016.
6. The reported securities are convertible at any time on a one-for-one basis, in whole or in part, at the option of the holder, have no expiration date, and will convert into shares of common stock immediately prior to the closing of the Issuer's initial public offering.
7. The note was issued in the original principal amount of \$82,884. The outstanding principal and accrued interest on such note will automatically convert into shares of common stock of the Issuer immediately prior to the closing of the Issuer's initial public offering at a conversion rate equal to 80% of the initial public offering price. The note bears interest at a rate of 5% per annum. The note has accrued interest of \$2,849.85 to date and will continue to accrue interest until conversion. The note has no expiration date.
8. The note was issued in the original principal amount of \$58,018.72. The outstanding principal and accrued interest on such note will automatically convert into shares of common stock, par value \$0.0001 per share, of the Issuer immediately prior to the closing of the Issuer's initial public offering at a conversion rate equal to 80% of the initial public offering price. The note bears interest at a rate of 5% per annum. The note has accrued interest of \$524.55 to date and will continue to accrue interest until conversion. The note has no expiration date.

Remarks:

/s/ Jeff Winzeler, Attorney-in-Fact 10/07/2016

** 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 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

Know all by these presents that the undersigned hereby constitutes and appoints each of Phillip LoPresti, Jeff Winzeler and Matt Hemington, signing individually, the undersigned's true and lawful attorneys-in fact and agents to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or more than 10% stockholder of Everspin Technologies, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(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 SEC 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 each 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 the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the earliest to occur of (a) 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, (b) revocation by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact or (c) as to any attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company or Cooley LLP.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 30th day of August, 2016.

/s/ Geoffrey R. Tate

Geoffrey R. Tate