#### Edgar Filing: FIVE PRIME THERAPEUTICS INC - Form 4

FIVE PRIME THERAPEUTICS INC Form 4 November 02, 2016

Common

Common

Stock

Stock

11/01/2016

11/01/2016

#### OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **RINGO WILLIAM R** Issuer Symbol FIVE PRIME THERAPEUTICS (Check all applicable) INC [FPRX] (Last) (First) (Middle) 3. Date of Earliest Transaction X\_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) TWO CORPORATE DRIVE 11/01/2016 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting SOUTH SAN Person FRANCISCO, CA 94080 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) Owned Indirect (I) Ownership (Instr. 8)

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

Code

Μ

S<sup>(1)</sup>

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.

Following

Transaction(s)

(Instr. 3 and 4)

Reported

500

0

(A)

or

Α

D

Price

11.65

48.67

V Amount (D)

500

500

(Instr. 4)

D

D

(Instr. 4)

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 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. Transactic Code (Instr. 8)	5. Number on of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)			Fitle and Amount of a derlying Securities 1 str. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 11.65	11/01/2016		М	500	(2)	09/30/2024	Common Stock	500	\$

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
1	Director	10% Owner	Officer	Other		
RINGO WILLIAM R						
TWO CORPORATE DRIVE	Х					
SOUTH SAN FRANCISCO, CA 94080						
Signatures						
/s/ Francis Sarena, Attorney-in-fact	11/02/2016					
<u>**Signature of Reporting Person</u>	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 sales reported on this Form 4 were effected pursuant to a 10b5-1 trading plan adopted by the reporting person on April 15, 2016.

(2) The shares underlying this option vest at a rate of one-third per year on each anniversary of October 1, 2014.

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.