

AERIE PHARMACEUTICALS INC
 Form 4
 February 16, 2017

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DUYK GEOFFREY M

2. Issuer Name and Ticker or Trading Symbol
**AERIE PHARMACEUTICALS INC
 [AERI]**

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
**C/O TPG GLOBAL, LLC, 301
 COMMERCE STREET, SUITE
 3300**

3. Date of Earliest Transaction
 (Month/Day/Year)
02/14/2017

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

(Street)
FORT WORTH, TX 76102

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

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock	02/14/2017		M		6,667	A	\$ 19.5	10,067	D
Common Stock	02/14/2017		F		2,770	D	\$ 46.95	7,297	D
Common Stock	02/14/2017		M		10,000	A	\$ 32.3	17,297	D
Common Stock	02/14/2017		F		6,880	D	\$ 46.95	10,417	D
	02/14/2017		M		13,500	A	\$ 17.55	23,917	D

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Common Stock							
Common Stock	02/14/2017		F	5,047	D	\$ 46.95	18,870 D
Common Stock	02/14/2017		M	28,000	A	\$ 3.15	46,870 D
Common Stock	02/14/2017		F	1,879	D	\$ 46.95	44,991 D
Common Stock	02/14/2017		S	20,795	D	\$ <u>(1)</u> 46.4563	24,196 D
Common Stock	02/15/2017		S	20,796	D	\$ <u>(2)</u> 46.8089	3,400 D

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

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(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. Amount or Number of Shares
Stock Option (right to buy)	\$ 19.5	02/14/2017		M	6,667	<u>(3)</u> 06/08/2026	Common Stock	6,667
Stock Option (right to buy)	\$ 32.3	02/14/2017		M	10,000	<u>(4)</u> 04/10/2025	Common Stock	10,000
Stock Option (right to buy)	\$ 17.55	02/14/2017		M	13,500	<u>(5)</u> 06/11/2024	Common Stock	13,500

