

Howton David T  
Form 4  
March 16, 2018

**FORM 4**

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

OMB APPROVAL

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

**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 \*  
Howton David T

(Last) (First) (Middle)  
215 FIRST STREET, SUITE 415  
(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Sarepta Therapeutics, Inc. [SRPT]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/15/2018

4. If Amendment, Date 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)  
SVP, General Counsel

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

**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) Price   |  |                                   |
| Common Stock                    | 03/15/2018                           |  | M                              |   | 23 A \$ 13.71   | 29,321   | D                                 |
| Common Stock                    | 03/15/2018                           |  | F                              |   | 3 (1) D \$ 81.22  | 29,318   | D                                 |
| Common Stock                    | 03/15/2018                           |  | M                              |   | 403 A \$ 13.9   | 29,721   | D                                 |
| Common Stock                    | 03/15/2018                           |  | F                              |   | 68 (1) D \$ 81.22   | 29,653   | D                                 |
| Common Stock                    | 03/15/2018                           |  | M                              |   | 2,074 A \$ 23.85  | 31,727   | D                                 |

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Common Stock      03/15/2018      F      609 <sup>(1)</sup> D      \$ 81.22      31,118      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)                | \$ 13.71   | 03/15/2018                           |  | M                              | 23  | 02/28/2017 02/28/2026                                    | Common Stock  | 23                            |
| Stock option (right to buy)                | \$ 13.9  | 03/15/2018                           |  | M                              | 403   | 02/27/2016 02/27/2025                                    | Common Stock  | 403                           |
| Stock option (right to buy)                | \$ 23.85   | 03/15/2018                           |  | M                              | 2,074   | 11/05/2013 11/05/2022                                    | Common Stock  | 2,074                         |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                      |       |
|--|---------------|-----------|----------------------|-------|
|  | Director      | 10% Owner | Officer              | Other |
| Howton David T<br>215 FIRST STREET, SUITE 415<br>CAMBRIDGE, MA 02142 |               |           | SVP, General Counsel |       |

## Signatures

/s/ David Tyrone  
Howton

03/16/2018

\_\_Signature of Reporting  
Person

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 Reporting Person delivered already-owned shares of Common Stock in payment of the option exercise price. Such an "option swap" enables the exercise and holding of shares of Common Stock by the Reporting Person.

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.