

LUDLAM WILLIAM

Form 3

April 02, 2018

**FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*

LUDLAM WILLIAM

(Last) (First) (Middle)

C/O CHIASMA, INC., 460  
TOTTEN POND ROAD SUITE  
530

(Street)

WALTHAM, MA 02451

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/22/2018

3. Issuer Name and Ticker or Trading Symbol  
CHIASMA, INC [CHMA]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

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

See Remarks

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 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

5,124

D

A

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

SEC 1473 (7-02)

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(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

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â <u>(1)</u>	09/10/2025	Common Stock	14,084	\$ 28.4	D	Â
Stock Option (Right to Buy)	Â <u>(1)</u>	09/10/2025	Common Stock	45,916	\$ 28.4	D	Â
Stock Option (Right to Buy)	Â <u>(2)</u>	02/10/2026	Common Stock	969	\$ 9.93	D	Â
Stock Option (Right to Buy)	Â <u>(2)</u>	02/10/2026	Common Stock	14,531	\$ 9.93	D	Â
Stock Option (Right to Buy)	Â <u>(3)</u>	10/25/2026	Common Stock	25,003	\$ 2.6	D	Â
Stock Option (Right to Buy)	Â <u>(3)</u>	10/25/2026	Common Stock	74,997	\$ 2.6	D	Â
Stock Option (Right to Buy)	Â <u>(4)</u>	02/23/2028	Common Stock	52,011	\$ 1.52	D	Â
Stock Option (Right to Buy)	Â <u>(5)</u>	02/23/2028	Common Stock	18,189	\$ 1.52	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LUDLAM WILLIAM C/O CHIASMA, INC. 460 TOTTEN POND ROAD SUITE 530 WALTHAM, MA 02451	Â	Â	Â See Remarks	Â

## Signatures

/s/ William Ludlam 04/02/2018

    Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) This option vests over a four-year period at a rate of twenty-five percent (25%) on August 26, 2016 and 36 equal monthly installments thereafter.
- (2) This option vests over a four-year period at a rate of twenty-five percent (25%) on February 10, 2017 and in 12 equal quarterly installments thereafter.
- (3) This option vests over a four-year period at a rate of twenty-five percent (25%) on October 25, 2017 and in 12 equal quarterly installments thereafter.

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- (4) This option vests over a four-year period in 16 equal quarterly installments, the first such installment vesting on May 23, 2018.

This option vests as follows: (i) 40% of such award will be earned upon FDA acceptance of a new drug application ("NDA") for

- (5) Mycapssa, of which amount 50% will be immediately vested and 50% will vest upon the one year anniversary of such acceptance; and  
(ii) 60% of such award will be earned upon FDA approval of such NDA, of which amount 50% will be immediately vested and 50% will vest upon the one year anniversary of such approval.

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### Remarks:

Title:Â SeniorÂ ViceÂ President,Â ClinicalÂ andÂ MedicalÂ Affairs

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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