

Raptor Pharmaceutical Corp
Form 4
October 17, 2013

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
STARR CHRISTOPHER M

(Last) (First) (Middle)

**C/O RAPTOR
PHARMACEUTICAL CORP., 5
HAMILTON LANDING, SUITE
160**

(Street)

NOVATO, CA 94949

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Raptor Pharmaceutical Corp [RPTP]

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

10/15/2013

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)

Chief Executive Officer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	10/15/2013 ⁽¹⁾		M		14,140	A	\$ 2.83	713,510	D
Common Stock	10/15/2013 ⁽¹⁾		M		860	A	\$ 2.02	714,370	D
Common Stock	10/15/2013 ⁽¹⁾		M		5,000	A	\$ 2.97	719,370	D
Common Stock	10/15/2013 ⁽¹⁾		M		5,000	A	\$ 3.54	724,370	D
	10/15/2013 ⁽¹⁾		S		25,000	D		699,370	D

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Common
Stock

\$
13.7715
(2)

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

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SEC 1474
(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock options (right to buy)	\$ 2.83	10/15/2013 ⁽¹⁾		M	14,140	11/26/2006 ⁽³⁾ 05/25/2016	Common Stock 14,140
Stock options (right to buy)	\$ 2.02	10/15/2013 ⁽¹⁾		M	860	03/09/2010 ⁽³⁾ 03/08/2020	Common Stock 860
Stock options (right to buy)	\$ 2.97	10/15/2013 ⁽¹⁾		M	5,000	03/01/2011 ⁽⁴⁾ 10/11/2020	Common Stock 5,000
Stock options (right to buy)	\$ 3.54	10/15/2013 ⁽¹⁾		M	5,000	11/22/2010 ⁽⁵⁾ 11/21/2020	Common Stock 5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STARR CHRISTOPHER M C/O RAPTOR PHARMACEUTICAL CORP.	X		Chief Executive Officer	

5 HAMILTON LANDING, SUITE 160
NOVATO, CA 94949

Signatures

/s/ Kim R. Tsuchimoto, Raptor Pharmaceutical Corp.,
Attorney-in-fact

10/17/2013

____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) Transaction made pursuant to a 10b5-1 trading plan adopted by the Reporting Person on August 13, 2013.
This transaction was executed in multiple trades at prices ranging from \$13.65 to \$13.98. The price reported above reflects the weighted
- (2) average sale price. The reporting person hereby undertakes to provide, upon request, to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (3) Fully vested and exercisable.
- (4) Stock options vest starting on September 1, 2010, 6/48ths on March 1, 2011 and 1/48th per month thereafter.
- (5) Stock option vests 25% immediately and 75% pro rata over 36 months.

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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