

Raptor Pharmaceutical Corp
Form 4
February 20, 2014

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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)

02/18/2014

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	02/18/2014 ⁽¹⁾		M		15,000	A	\$ 2.97	714,370	D
Common Stock	02/18/2014 ⁽¹⁾		M		10,000	A	\$ 3.54	724,370	D
Common Stock	02/18/2014 ⁽¹⁾		S		25,000	D	\$ 15.2618 ⁽⁴⁾	699,370	D

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

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.

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)	8. Date of Acquisition or Disposition (Instr. 3, 4, and 5)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock options (right to buy)	\$ 2.97	02/18/2014 ⁽¹⁾		M	15,000	⁽³⁾ 10/11/2020	Common Stock	15,000
Stock options (right to buy)	\$ 3.54	02/18/2014 ⁽¹⁾		M	10,000	⁽²⁾ 11/21/2020	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
STARR CHRISTOPHER M C/O RAPTOR PHARMACEUTICAL CORP. 5 HAMILTON LANDING, SUITE 160 NOVATO, CA 94949	X Chief Executive Officer

Signatures

/s/ Mark Jones, Raptor Pharmaceutical Corp.,
Attorney-in-Fact

02/20/2014

__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.

(2) Fully vested and exercisable.

Edgar Filing: Raptor Pharmaceutical Corp - Form 4

- (3) Stock options vest starting on September 1, 2010, 6/48ths on February 28, 2011 and 1/48th per month thereafter.

This transaction was executed in multiple trades at prices ranging from \$15.01 to \$15.42. The price reported above reflects the weighted

- (4) 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.

The shares listed as owned in column 9 represents the total shares outstanding for this option grant. The previous report reported only a

- (5) portion of the grant which should have consisted of both the ISO and NQSO shares granted pursuant to the ISO \$100,000 limitation rule.

This total now reflects the total options outstanding under this grant. No changes have been made to the original options granted.

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.