

REPLIGEN CORP  
Form 4  
June 09, 2014

**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 \*  
RYAN THOMAS F JR

(Last) (First) (Middle)

C/O REPLIGEN CORPORATION, 41 SEYON STREET, BLDG 1, STE 100

(Street)

WALTHAM, MA 02453

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
REPLIGEN CORP [RGEN]

3. Date of Earliest Transaction (Month/Day/Year)  
06/05/2014

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)

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	06/05/2014		M			20,000	A	\$ 4.29	70,312	D	
Common Stock	06/05/2014		S			20,000	D	\$ 20.5575 (1)	50,312	D	
Common Stock	06/05/2014		M			20,000	A	\$ 5.08	70,312	D	
Common Stock	06/05/2014		S			20,000	D	\$ 20.5575 (1)	50,312	D	

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Common Stock	06/05/2014	M	5,000	A	\$ 4.96	55,312	D
Common Stock	06/05/2014	S	5,000	D	\$ 20.5575 <u>(1)</u>	50,312	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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 4.29	06/05/2014		M	20,000	09/14/2008 09/14/2017	Common Stock	20,000	
Stock Option (Right to Buy)	\$ 5.08	06/05/2014		M	20,000	09/12/2009 09/12/2018	Common Stock	20,000	
Stock Option (Right to Buy)	\$ 4.96	06/05/2014		M	5,000	09/11/2010 09/11/2019	Common Stock	5,000	

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

RYAN THOMAS F JR  
C/O REPLIGEN CORPORATION  
41 SEYON STREET, BLDG 1, STE 100  
WALTHAM, MA 02453

X

## Signatures

/s/ Jeffrey P. Leduc (Attorney in  
Fact)

06/09/2014

\_\_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).

\$20.5575 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.31 to \$21.01, inclusive.

- (1) The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

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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