

GALLAHUE KIERAN

Form 4

July 10, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
GALLAHUE KIERAN

2. Issuer Name **and** Ticker or Trading
Symbol
ARENA PHARMACEUTICALS
INC [ARNA]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
6154 NANCY RIDGE DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/06/2018

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

SAN DIEGO, CA 92121

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

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

(City) (State) (Zip)

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	07/06/2018		A		1,674 (1)	\$ 0	1,674 D
Common Stock	07/06/2018		A		3,070 (2)	\$ 0	4,744 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
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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)		8. Fair Value of Derivative Security (Instr. 3)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Fair Value
Stock Option (right to buy)	\$ 44.79	07/06/2018		A		2,500		<u>(3)</u>	07/06/2025	Common Stock	2,500	\$ 111,975
Stock Option (right to buy)	\$ 44.79	07/06/2018		A		4,583		<u>(4)</u>	07/06/2025	Common Stock	4,583	\$ 205,317

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GALLAHUE KIERAN 6154 NANCY RIDGE DRIVE SAN DIEGO, CA 92121	X			

Signatures

/s/ Steven W. Spector, as
Attorney-in-Fact

07/10/2018

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 amount represents restricted stock units that vest in three equal installments on the dates of Arena's next three annual meetings of stockholders. The shares underlying the restricted stock units will be issued upon vesting of the restricted stock units.
- (2) The amount represents restricted stock units that vest in full on the earliest of June 13, 2019, or the date of Arena's next annual meeting of stockholders. The shares underlying the restricted stock units will be issued upon vesting of the restricted stock units.
- (3) The options vest in 36 equal monthly installments (except as otherwise necessary to avoid vesting of a fractional share) over three years beginning on August 6, 2018, and are exercisable once vested.
- (4)

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The options vest in 12 equal monthly installments (except as otherwise necessary to avoid vesting of a fractional share) over one year beginning on August 6, 2018, and are exercisable once vested.

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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