

Shacham Sharon
Form 4
February 19, 2019

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 *
Shacham Sharon

2. Issuer Name and Ticker or Trading Symbol
Karyopharm Therapeutics Inc.
[KPTI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2019

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
President & CSO

C/O KARYOPHARM
THERAPEUTICS INC., 85 WELLS
AVENUE

(Street)

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

NEWTON, MA 02459

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |

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)

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| 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 Number Shares |
| Stock Option (right to buy) | \$ 9.21 | 02/15/2019 | | A | | 231,200 | | <u>(1)</u> | 02/14/2029 | Common Stock | 231,200 |
| Stock Option (right to buy) | \$ 9.21 | 02/15/2019 | | A | | 231,200 | | <u>(1)</u> | 02/14/2029 | Common Stock | 231,200 |
| Restricted Stock Units | <u>(2)</u> | 02/15/2019 | | A | | 87,200 | | <u>(3)</u> | <u>(3)</u> | Common Stock | 87,200 |
| Restricted Stock Units | <u>(2)</u> | 02/15/2019 | | A | | 87,200 | | <u>(4)</u> | <u>(4)</u> | Common Stock | 87,200 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Shacham Sharon C/O KARYOPHARM THERAPEUTICS INC. 85 WELLS AVENUE NEWTON, MA 02459 | | | President & CSO | |

Signatures

/s/ Christopher B. Primiano as Attorney-in-Fact for Sharon Shacham 02/19/2019

 **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) This option was granted on February 15, 2019. The shares underlying this option vest as to 25% of the shares on February 15, 2020, with the remaining 75% vesting in 36 equal monthly installments thereafter.
- (2) Each restricted stock unit represents a contingent right to receive one share of Karyopharm Therapeutics Inc. common stock.
- (3) The restricted stock units vest in four equal annual installments beginning February 15, 2020, the first anniversary of the grant date. Vested shares will be delivered to the reporting person as soon as practicable following each vesting date, but in any event within 30 days

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of such date.

The restricted stock units vest in four equal annual installments beginning February 15, 2020, the first anniversary of the grant date.

- (4) Vested shares will be delivered to the spouse of the reporting person as soon as practicable following each vesting date, but in any event within 30 days of such date.

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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