

Greenman William Mariner  
Form 4  
March 13, 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 \*  
Greenman William Mariner

2. Issuer Name and Ticker or Trading Symbol  
CERUS CORP [CERS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O CERUS CORPORATION, 2550 STANWELL DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
03/10/2019

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

President and CEO

(Street)

CONCORD, CA 94520

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 or Price		
Common Stock	03/10/2019		M		22,500 A <u>11</u>	551,552 <u>(2)</u>	D
Common Stock	03/12/2019		S		7,781 <u>(3)</u> D \$ 6.48	543,771	D
Common Stock	03/12/2019		M		28,125 A <u>11</u>	571,896	D
Common Stock	03/13/2019		S		10,619 <u>(3)</u> D \$ 5.8995	561,277	D
Common Stock	03/12/2019		M		71,667 A <u>11</u>	632,944	D



## 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) Each restricted stock unit represents a contingent right to receive one (1) share of Cerus Common Stock.
- (2) Includes 1,951 shares purchased under Issuer's Employee Stock Purchase Plan on 02/28/19.
- (3) Represents the number of shares required to be sold to cover the statutory tax withholding obligations and corresponding brokerage fee in connection with the vesting of the restricted stock units listed in Table II. This sale is mandated by the election to satisfy the minimum statutory tax withholding obligations through a "sell to cover" transaction and does not represent a discretionary sale by the reporting person.
- (4) The restricted stock unit vests in three equal annual installments beginning on March 10, 2017.
- (5) Not applicable.
- (6) The restricted stock unit vests in three equal annual installments beginning on March 12, 2018.
- (7) The restricted stock unit vests in three equal annual installments beginning on March 12, 2019.

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.