Edgar Filing: Innoviva, Inc. - Form 4

Innoviva, In Form 4 January 19, 1									
FORM	OMB AF	OMB APPROVAL							
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287		
Check th if no lon	ger					Expires:	January 31,		
subject to		IENT OF CH		NGES IN BENEFICIAL OWNERSHIP OF			Expires: 2005 Estimated average		
	Section 16. SECURITIES						burden hours per		
Form 4 o Form 5		ana at ta Castia	n 16(a) af tha Cassit	an Erchana	A at af 1024	response	0.5		
obligatio	m o *		n 16(a) of the Securit Utility Holding Com	U U		n			
may con	unue.		Investment Compan	· ·		11			
<i>See</i> Instr 1(b).	uction	50(11) 01 11		y 1100 01 17-					
1(0).									
(Print or Type)	Responses)								
	Address of Reporting		suer Name and Ticker or	Frading	5. Relationship of Reporting Person(s) to Issuer				
Aguiar Mic	nael w	Symt		Issuel					
Innovi			viva, Inc. [INVA]	(Check all applicable)					
(Last)	(First) (M		e of Earliest Transaction						
			th/Day/Year) 7/2017	_X_ Director 10% Owner _X_ Officer (give title Other (specify					
PARKWAY, SUITE 500			//2017	below) below) President & Chief Exec Officer					
			Amendment, Date Original	6. Individual or Joint/Group Filing(Check					
		Filed	Month/Day/Year)		Applicable Line) _X_ Form filed by One Reporting Person				
BRISBANH	E, CA 94005				Form filed by M	Iore than One Re			
					Person				
(City)	(State)	(Zip)	able I - Non-Derivative	Securities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction Date	2A. Deemed		ies Acquired	5. Amount of	6. Ownership			
Security	(Month/Day/Year)	Execution Date			Securities	Form: Direct			
(Instr. 3)		any (Month/Day/Ye		+ and 5)	Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership		
					Following	(Instr. 4)	(Instr. 4)		
				(A)	Reported Transaction(s)				
				or	(Instr. 3 and 4)				
Common			Code V Amount						
Stock	01/17/2017		A $(1)(2)(3)$	A \$0	1,078,710	D			
Stock									

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: Innoviva, Inc. - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
I S S S S S S S S S S S S S S S S S S S	Director	10% Owner	Officer	Other			
Aguiar Michael W 2000 SIERRA POINT PARKWAY SUITE 500 BRISBANE, CA 94005	Х		President & Chief Exec Officer				
Signatures							
Michael W. 01/19/2	2017						

**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).

Includes 166,747 shares of common stock granted pursuant to a time-based restricted stock award (RSA). Twenty-five percent of the shares subject to the RSA shall vest on February 20, 2018, and 6.25% of the shares subject to the RSA shall vest quarterly thereafter on

(1) the Issuer's standard vesting dates until February 20, 2021, provided that the Reporting Person has provided continuous service to the Issuer through the applicable vesting date.

Includes shares of common stock granted pursuant to a performance-based restricted stock award (PSA). The shares vest pursuant to the PSA over a two-year and three-year performance period upon, and subject to a formula related to, the Issuer's achievement of certain levels of relative total shareholder return (TSR). The "target" number of shares that may vest is 83,374, but the actual number of shares that may vest will range from 0 to 166,748 shares based on the Issuer's relative TSR over the performance periods. Subject to

- (2) achievement of the performance-based vesting conditions, (i) two-thirds of the shares eligible to vest based on achievement for the two-year performance period will vest on February 20, 2019 and the remaining one-third of such shares will vest on February 20, 2020 and (ii) the share eligible to vest based on achievement for the three-year performance period will vest on February 20, 2020, in each case, (continued in Footnote 3)
- (continued from Footnote 2) provided that the Reporting Person has provided continuous service to the Issuer through the applicable (3)vesting date.

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.