

OMEROS CORP

Form 4

June 15, 2017

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
JACOBSEN MICHAEL A

(Last) (First) (Middle)

201 ELLIOTT AVENUE WEST

(Street)

SEATTLE, WA 98119

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
OMEROS CORP [OMER]

3. Date of Earliest Transaction
(Month/Day/Year)
06/13/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP Finance and CAO

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/13/2017		M	2,650	A \$ 9.37	2,650	D
Common Stock	06/13/2017		S ⁽¹⁾	2,650	D \$ 19.95	0	D
Common Stock	06/14/2017		M	12,850	A \$ 9.37	12,850	D
Common Stock	06/14/2017		S ⁽¹⁾	9,350	D \$ 19.95	3,500	D
Common Stock	06/15/2017		M	14,000	A \$ 9.37	17,500	D

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Common Stock 06/15/2017 S⁽¹⁾ 12,000 D \$ 22.45 5,500 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)		8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Stock Option (Right to Buy)	\$ 9.37	06/13/2017		M	2,650	<u>(2)</u>	09/24/2023	Common Stock		2,650
Stock Option (Right to Buy)	\$ 9.37	06/14/2017		M	12,850	<u>(2)</u>	09/24/2023	Common Stock		12,850
Stock Option (Right to Buy)	\$ 9.37	06/15/2017		M	14,000	<u>(2)</u>	09/24/2023	Common Stock		14,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
JACOBSEN MICHAEL A 201 ELLIOTT AVENUE WEST SEATTLE, WA 98119	VP Finance and CAO

Signatures

/s/ Marcia S. Kelbon, attorney-in-fact on behalf of Michael A. Jacobsen

06/15/2017

__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).
- (1) Open market sale pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 2, 2016, at which time the trading schedule, including sale periods, price and the number of shares to be sold was established in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended. The closing price of the issuer's common stock on June 2, 2016 was \$11.91 per share. This Rule 10b5-1 plan provides for fixed sales of a total of 36,000 shares from August 15, 2016 through August 15, 2017.
- (2) 25% of the total number of shares subject to this option vested on September 3, 2014, which was the 12-month anniversary of the grant date, and the remaining shares subject to the option vest and become exercisable in equal monthly installments over the 48 months following the initial 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.