

NEKTAR THERAPEUTICS

Form 4

March 03, 2017

**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 \*  
Labrucherie Gil M

2. Issuer Name and Ticker or Trading Symbol  
NEKTAR THERAPEUTICS  
[NKTR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
03/02/2017

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP & Chief Financial Officer

C/O NEKTAR THERAPEUTICS, 455 MISSION BAY BOULEVARD SOUTH

(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

SAN FRANCISCO, CA 94158

(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 <sup>(1)</sup>	03/02/2017		M		167,506 A \$ 6.34	236,776 <sup>(2)</sup>	D
Common Stock <sup>(1)</sup>	03/02/2017		S		167,506 D \$ 15.15	69,270 <sup>(2)</sup>	D
Common Stock <sup>(1)</sup>	03/03/2017		M		7,494 A \$ 6.34	76,764 <sup>(2)</sup>	D
Common Stock <sup>(1)</sup>	03/03/2017		S		7,494 D \$ 15.21	69,270 <sup>(2)</sup>	D

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(4)

Common Stock <sup>(5)</sup>	03/03/2017	M	25,000	A	\$ 9.24	94,270 <sup>(2)</sup>	D
Common Stock <sup>(5)</sup>	03/03/2017	S	25,000	D	\$ 15.21	69,270 <sup>(2)</sup>	D

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)

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 of Shares
Stock Option <sup>(1)</sup>	\$ 6.34	03/02/2017		M	167,506	06/10/2013	06/09/2017	Common Stock	167,506
Stock Option <sup>(1)</sup>	\$ 6.34	03/03/2017		M	7,494	06/10/2013	06/09/2017	Common Stock	7,494
Stock Option <sup>(5)</sup>	\$ 9.24	03/03/2017		M	25,000	11/18/2013	11/17/2017	Common Stock	25,000

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

Labrucherie Gil M  
C/O NEKTAR THERAPEUTICS  
455 MISSION BAY BOULEVARD SOUTH  
SAN FRANCISCO, CA 94158

SVP & Chief Financial Officer

## Signatures

Mark A. Wilson,  
Attorney-in-Fact

03/03/2017

\_\_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) This transaction was made pursuant to a Rule 10b5-1 trading plan adopted by Mr. Labrucherie on March 14, 2016 related to 175,000 stock options scheduled to expire on June 9, 2017.
- (2) This number includes 997 shares held by the reporting person in the Issuer's 401(K) plan and 2,750 shares held by the reporting person in the Issuer's ESPP plan. The acquisition of these shares under both plans is exempt under Rule 16b-3(c).  
This transaction was executed in multiple trades at prices ranging from \$15.00 to \$15.59. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and the prices at which the transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.
- (3) This transaction was executed in multiple trades at prices ranging from \$15.00 to \$15.40. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and the prices at which the transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.
- (4) This transaction was executed in multiple trades at prices ranging from \$15.00 to \$15.40. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and the prices at which the transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.
- (5) This transaction was made pursuant to a Rule 10b5-1 trading plan adopted by Mr. Labrucherie on March 14, 2016 related to 25,000 stock options scheduled to expire on November 17, 2017.

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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