

OMEROS CORP

Form 4

June 16, 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)
06/16/2017

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)

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 | 06/16/2017 | | M | 14,000 A | \$ 9.37 19,500 | D | |
| Common Stock | 06/16/2017 | | S ⁽¹⁾ | 12,000 D | \$ 24.95 7,500 | D | |

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
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(9-02)

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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 |
|---|--|---|---|--------------------------------------|--|--|---|--|
| Stock Option (Right to Buy) | \$ 9.37 | 06/16/2017 | | M | 14,000 | (2) 09/24/2023 | Common Stock | 14,000 |

Reporting Owners

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

Signatures

/s/ Marcia S. Kelbon, attorney-in-fact on behalf of Michael A. Jacobsen
06/16/2017

__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).
- 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. This sale of 12,000 shares is the result of the third and final trade pursuant to this trading plan.
- 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.