INTERLEUKIN GENETICS INC

Form 4

October 21, 2016

Check this box

if no longer

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response...

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

Toutain Stephan

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading

Symbol

INTERLEUKIN GENETICS INC

[ILIU]

(Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner

Other (specify X_ Officer (give title (Month/Day/Year) below) 10/20/2016 Chief Commercial Officer

Issuer

C/O INTERLEUKIN GENETICS, INC., 135 BEAVER STREET

> (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

> > Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

WALTHAM, MA 02452

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Indirect Beneficial (Instr. 3, 4 and 5) Ownership (Month/Day/Year) (Instr. 8) Owned (Instr. 4) (Instr. 4)

Following Reported (A) Transaction(s) or

(Instr. 3 and 4) Code V Amount (D) Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

3. Transaction Date 3A. Deemed 6. Date Exercisable and 7. Title and Amount of 1. Title of 5. Number of (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date Underlying Securities** Derivative Conversion

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

5. Relationship of Reporting Person(s) to

(Check all applicable)

Number:

Expires:

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option (Right to Buy)	\$ 0.1754	10/20/2016		A		3,738,933		<u>(2)</u>	10/20/2026	Common Stock	3,738,9

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Toutain Stephan C/O INTERLEUKIN GENETICS, INC. 135 BEAVER STREET WALTHAM, MA 02452

Chief Commercial Officer

Signatures

/s/ Brian P. Keane, Attorney-in-Fact

**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) The exercise price of the option is the closing price of the Issuer's common stock on the OTCQB on October 20, 2016, which was the grant date of the option.
- (2) The option vests as to 25% of the shares on August 15, 2017, and 1/36th of the shares on the first day of each month beginning on September 1, 2017.

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.

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