

MARAGANORE JOHN
Form 4
June 18, 2009

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MARAGANORE JOHN

2. Issuer Name **and** Ticker or Trading
Symbol
ALNYLAM
PHARMACEUTICALS, INC.
[ALNY]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
CEO

(Last) (First) (Middle)
300 THIRD ST
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/16/2009

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

CAMBRIDGE, MA 02139

(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)
Common Stock	06/16/2009		M ⁽¹⁾	39,600 A	\$ 0.475 39,600	D	
Common Stock	06/16/2009		S ⁽²⁾	39,600 D	\$ 21.4325 0	D	
Common Stock	06/16/2009		M ⁽¹⁾	400 A	\$ 0.475 400	D	
Common Stock	06/16/2009		S ⁽²⁾	400 D	\$ 22.1575 0	D	

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Common Stock	06/17/2009	M ⁽¹⁾	40,000	A	\$ 0.475	40,000	D	
Common Stock	06/17/2009	S ⁽²⁾	40,000	D	\$ 21.396 (5)	0	D	
Common Stock	06/18/2009	M ⁽¹⁾	11,800	A	\$ 0.475	11,800	D	
Common Stock	06/18/2009	S ⁽²⁾	11,800	D	\$ 21.3662 (6)	0	D	
Common Stock	06/18/2009	M ⁽¹⁾	28,200	A	\$ 0.475	28,200	D	
Common Stock	06/18/2009	S ⁽²⁾	28,200	D	\$ 21.3662 (6)	0	D	
Common Stock						1,020	I	by Managed Account (7)

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 or Number of Shares
Non Qualified Stock Option	\$ 0.475	06/16/2009		M ⁽¹⁾		39,600		12/09/2003	02/26/2013	Common Stock	39,600
Non Qualified Stock Option	\$ 0.475	06/16/2009		M ⁽¹⁾		400		12/09/2003	02/26/2013	Common Stock	400

Non Qualified Stock Option	\$ 0.475	06/17/2009	M ⁽¹⁾	40,000	12/09/2003	02/26/2013	Common Stock	40,000
Non Qualified Stock Option	\$ 0.475	06/18/2009	M ⁽¹⁾	11,800	12/09/2003	02/26/2013	Common Stock	11,800
Incentive Stock Option	\$ 0.475	06/18/2009	M ⁽¹⁾	28,200	12/09/2003	02/26/2013	Common Stock	28,200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARAGANORE JOHN 300 THIRD ST CAMBRIDGE, MA 02139	X		CEO	

Signatures

/s/ Patricia L Allen, Attorney-in-Fact for John M
Maraganore

06/18/2009

 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 exercises reported on this Form 4 were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 10, 2009.
- (2) The sales reported on this Form 4 were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 10, 2009.
- (3) Sales prices ranged from \$21.06 to \$22.05.
- (4) Sales prices ranged from \$22.09 to \$22.27.
- (5) Sales prices ranged from \$21.12 to 21.52.
- (6) Sales prices ranged from \$21.11 to \$21.68.
- (7) The reporting person owns 1,020 shares of ALNY common stock under the ALNY 401(k) Plan as a result of the ALNY 401(k) matching contribution program.

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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