Edgar Filing: NEWLINK GENETICS CORP - Form 4

NEWLINK GENETICS CORP

Form 4

February 06, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

Form 4 or Form 5 obligations may continue.

See Instruction

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

response...

Estimated average

burden hours per

1(b).

Stock

(Print or Type Responses)

1. Name and A LINK GOR	2. Issuer Name and Ticker or Trading Symbol NEWLINK GENETICS CORP [(NLNK)]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) C/O NEWL CORPORA LOOP DR.,	3. Date of Earliest Transaction (Month/Day/Year) 02/04/2014					Director 10% Owner Selection Officer (give title below) Delow) Chief Financial Officer					
				endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ansaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5)				t of 6. Ownership 7. Nature of Form: Direct Indirect ly (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)		
Common Stock	02/04/2014			M	500	A	\$ 2.1	16,813 (1) (2)	D		
Common Stock	02/04/2014			S(3)	400	D	\$ 36.74 (4)	16,413 <u>(1)</u>	D		
Common Stock	02/04/2014			S(3)	100	D	\$ 37 44	16,313 <u>(1)</u>	D		

37.44

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. Transactic Code (Instr. 8)	5. Number on f 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. Pri Deriv Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 2.1	02/04/2014		M	500	<u>(5)</u>	08/05/2018	Common Stock	500	\$

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

LINK GORDON H JR C/O NEWLINK GENETICS CORPORATION 2503 SOUTH LOOP DR., SUITE 5100 AMES, IA 50010

Chief Financial Officer

Signatures

/s/ Gordon H. 02/06/2014 Link

**Signature of Date

Reporting Person

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).

Includes 5,700 restricted stock units ("RSUs") previously reported as holdings of the Reporting Person granted under the Issuer's 2009 Equity Incentive Plan (the "Plan"). The RSUs will vest, and shares will be delivered to the Reporting Person in a series of four successive annual installments beginning on January 2, 2015, provided in each case that the Reporting Person's continuous service to the Issuer has not been terminated as defined in or as determined under the Plan.

Reporting Owners 2

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- (2) Includes 2,100 shares acquired under the NewLink Genetics Corporation 2010 Employee Stock Purchase Plan on June 28, 2013.
- (3) The sales reported in this Form 4 were effected pursuant to a 10b5-1 trading plan adopted by the Reporting Person on 7/29/2013.
 - The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.05 to \$37.02, inclusive. The reporting person undertakes to provide to the issuer, any security holder of issuer, or the staff of the Securities
- and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the ranges set forth in this footnote to this Form 4.
- (5) 1/4th of the shares vest on August 4, 2009, which is one year after the vesting commencement date. 1/48th of the shares vest monthly thereafter over the next three years.

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.