

ALDRICH RICHARD

Form 4

February 01, 2018

**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  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ALDRICH RICHARD

(Last) (First) (Middle)

C/O CONCERT  
PHARMACEUTICALS, INC., 99  
HAYDEN AVENUE, SUITE 500

(Street)

LEXINGTON, MA 02421

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
CONCERT PHARMACEUTICALS,  
INC. [CNCE]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/30/2018

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|---------------------------|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount | (A) or (D) Price          |   |  |                                   |
| Common Stock                    | 01/30/2018                           |  | S <sup>(1)</sup>               |   | 5,000  | D \$ 21.33 <sup>(2)</sup> | 6,946   | I  | See Footnote <sup>(3)</sup>       |
| Common Stock                    | 01/31/2018                           |  | S <sup>(1)</sup>               |   | 4,700  | D \$ 20.78 <sup>(4)</sup> | 2,246   | I  | See Footnote <sup>(3)</sup>       |
| Common Stock                    | 01/31/2018                           |  | S <sup>(1)</sup>               |   | 300    | D \$ 21.29 <sup>(5)</sup> | 1,946   | I  | See Footnote <sup>(3)</sup>       |

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|                 |            |              |       |   |             |         |   |                        |
|-----------------|------------|--------------|-------|---|-------------|---------|---|------------------------|
| Common<br>Stock | 02/01/2018 | <u>S</u> (1) | 1,946 | D | \$<br>19.99 | 0       | I | See<br>Footnote<br>(3) |
| Common<br>Stock |            |              |       |   |             | 286,975 | D |                        |
| Common<br>Stock |            |              |       |   |             | 44,351  | I | See<br>Footnote<br>(6) |

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 displays a currently valid OMB control number.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 6) |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares  |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

ALDRICH RICHARD  
C/O CONCERT PHARMACEUTICALS, INC.  
99 HAYDEN AVENUE, SUITE 500  
LEXINGTON, MA 02421

X

## Signatures

/s/ Marc Becker as attorney-in-fact for Richard H.  
Aldrich

02/01/2018

                    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 sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the holder on December 13, 2017.

The range of prices for the transaction reported on this line was \$20.80 to \$21.65. The average weighted price was \$21.33. The reporting

(2) person will provide, upon request by the SEC, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(3) Shares held by Little Bear Associates, Inc., formerly known as RA Capital Associates, Inc. Mr. Aldrich is the sole stockholder of Little Bear Associates, Inc.

The range of prices for the transaction reported on this line was \$20.23 to \$21.23. The average weighted price was \$20.78. The reporting

(4) person will provide, upon request by the SEC, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

The range of prices for the transaction reported on this line was \$21.25 to \$21.33. The average weighted price was \$21.29. The reporting

(5) person will provide, upon request by the SEC, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

Shares held by Little Eagles, LLC. The owners of Little Eagles, LLC are Richard H. Aldrich Irrevocable Trust of 2011 and trusts

established for the benefit of Mr. Aldrich's minor children. The trustees of Richard H. Aldrich Irrevocable Trust of 2011 are Mr. Aldrich's

(6) spouse, Nichole A. Aldrich, and Mr. Aldrich's brother, Caleb F. Aldrich. The beneficiaries of Richard H. Aldrich Irrevocable Trust of 2011 are Mr. Aldrich's minor children. Mr. Aldrich disclaims beneficial ownership of such shares except to the extent of any pecuniary interest therein.

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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