#### **NEKTAR THERAPEUTICS**

Form 4

September 19, 2016

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

OMB Number:

3235-0287

0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average

burden hours per

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

**SECURITIES** 

response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* WHITFIELD ROY A

2. Issuer Name and Ticker or Trading

Issuer

below)

Symbol

**NEKTAR THERAPEUTICS** 

(Check all applicable)

5. Relationship of Reporting Person(s) to

[NKTR]

(Last)

C/O NEKTAR

(First) (Middle) 3. Date of Earliest Transaction

X\_ Director Officer (give title

10% Owner Other (specify

6. Ownership 7. Nature of

(Month/Day/Year) 09/15/2016

THERAPEUTICS, 455 MISSION **BAY BOULEVARD SOUTH** 

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

SAN FRANCISCO, CA 94158

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

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

Code (Instr. 8)

3.

Transaction(A) or Disposed of (D) (Instr. 3, 4 and 5)

4. Securities Acquired 5. Amount of Securities Beneficially Owned Following

Form: Direct Indirect (D) or Indirect (I) (Instr. 4)

D

I

Beneficial Ownership (Instr. 4)

(A)

Reported Transaction(s) or

(Instr. 3 and 4) (D) Price

Common 09/15/2016 Stock (1)

Code V M

Amount 15,000

\$0 30,000 (2)

20,000

by Family

Common Stock

**SEC 1474** (9-02)

Trust

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#### Edgar Filing: NEKTAR THERAPEUTICS - Form 4

# 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 of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities	8 II S ((
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(1)</u>	09/15/2016		M	15,000	<u>(1)</u>	<u>(1)</u>	Common Stock	15,000	

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## **Reporting Owners**

#### Relationships

WHITFIELD ROY A C/O NEKTAR THERAPEUTICS 455 MISSION BAY BOULEVARD SOUTH SAN FRANCISCO, CA 94158



### **Signatures**

Gilbert M. Labrucherie, Jr., Attorney-in-Fact

09/19/2016

\*\*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) Represents restricted stock units ("RSU"), convertible on a one-for-one basis into shares of Common Stock of the Company. These RSUs, at the time of their grant on September 15, 2015, vested in full one year following the grant date.
- The total holdings includes the 15,000 shares of restricted stock units ("RSUs") that were previously reported in Table II for the reporting (2) person and which are being reclassified to Table I. These RSUs were granted on September 15, 2015, are convertible on a one-for-one basis into shares of Common Stock of the Company, and vested on September 15, 2016.

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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