Regulus Therapeutics Inc.

Form 4

October 22, 2014

# 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

(Print or Type Responses)

(Last)

(City)

1. Title of

Security

(Instr. 3)

1. Name and Address of Reporting Person \*

Szekeres David Leslie

(First)

(Middle)

(Zip)

(Month/Day/Year)

2. Transaction Date 2A. Deemed

(Month/Day/Year) Execution Date, if

C/O REGULUS THERAPEUTICS. INC.,, 3545 JOHN HOPKINS

COURT, SUITE 210

(Street)

(State)

SAN DIEGO, CA 92121

2. Issuer Name and Ticker or Trading

Symbol

Regulus Therapeutics Inc. [RGLS]

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

10/20/2014

4. If Amendment, Date Original

Filed(Month/Day/Year)

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

3. 4. Securities TransactionAcquired (A) or Code

Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

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 information contained in this form are not 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)

1. Title of Derivative Conversion 3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

5. Number of TransactionDerivative

6. Date Exercisable and **Expiration Date** 

7. Title and Amount of 8 Underlying Securities

1

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31,

Expires: 2005 Estimated average

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

CBO and General Counsel

6. Ownership

Form: Direct

6. Individual or Joint/Group Filing(Check

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

(I)

(Instr. 4)

Issuer

below)

Director

Applicable Line)

5. Amount of

Securities

Owned

Beneficially

Following

X\_ Officer (give title

0.5

burden hours per

10% Owner

Other (specify

7. Nature of

Ownership

(Instr. 4)

SEC 1474

(9-02)

Indirect

(D) or Indirect Beneficial

#### Edgar Filing: Regulus Therapeutics Inc. - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(A) sed of	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	/ (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 8.51	10/20/2014		A	40,000		<u>(1)</u>	03/25/2023	Common Stock	40,000

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Szekeres David Leslie C/O REGULUS THERAPEUTICS, INC., 3545 JOHN HOPKINS COURT, SUITE 210 SAN DIEGO, CA 92121

CBO and General Counsel

#### **Signatures**

/s/ Christopher Aker, 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).

On March 26, 2013, the reporting person was granted an option to purchase 100,000 shares of common stock which vest upon achievement of certain performance criteria: 40% of the shares commence vesting upon achievement of the first goal, 30% of the shares commence vesting upon achievement of the third goal, in each case, upon achievement of each goal, 50% of the shares shall immediately vest and the remaining shares shall vest in equal monthly installments over the two years following the vesting commencement date. On October 20, 2014 performance criteria for the first goal were met, resulting in the commencement of vesting of 40,000 shares.

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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