

ACORDA THERAPEUTICS INC
Form 4
January 12, 2015

FORM 4

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

OMB APPROVAL

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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)

1. Name and Address of Reporting Person *
Carrazana Enrique J.

2. Issuer Name and Ticker or Trading Symbol
ACORDA THERAPEUTICS INC
[ACOR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
420 SAW MILL RIVER ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/08/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Medical Officer

ARDSLEY, NY 10502

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

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 01/08/2015 | | M | | 6,715 (1) A \$ 30.46 | 40,209 | D |
| Common Stock | 01/08/2015 | | S | | 6,715 (1) D \$ 42.0058 (2) | 33,494 | D |
| Common Stock | 01/09/2015 | | M | | 16,803 (1) A \$ 30.46 | 50,297 | D |
| Common Stock | 01/09/2015 | | M | | 18,225 (1) A \$ 26.35 | 68,522 | D |
| Common Stock | 01/09/2015 | | M | | 42,879 (1) A \$ 21.52 | 111,401 | D |

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| | | | | | | | |
|--------------|------------|---|----------------------|---|----------------------|--------|---|
| Common Stock | 01/09/2015 | S | <u>77,907</u> (1) | D | \$ 42.1058 (3) | 33,494 | D |
| Common Stock | 01/12/2015 | M | <u>13,371</u> (1) | A | \$ 21.52 | 46,865 | D |
| Common Stock | 01/12/2015 | S | <u>8,200</u> (1) | D | \$ 42.6097 (4) | 38,665 | D |
| Common Stock | 01/12/2015 | S | <u>5,171</u> (1) | D | \$ 43.5045 (5) | 33,494 | D |

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

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(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 |
| Employee Stock Option (right to buy) | \$ 30.46 | 01/08/2015 | | M | <u>6,715</u> (1) | <u>(6)</u> | 03/06/2023 | Common Stock | 6,715 |
| Employee Stock Option (right to buy) | \$ 30.46 | 01/09/2015 | | M | <u>16,803</u> (1) | <u>(6)</u> | 03/06/2023 | Common Stock | 16,803 |
| Employee Stock Option (right to buy) | \$ 26.35 | 01/09/2015 | | M | <u>18,225</u> (1) | <u>(7)</u> | 03/15/2022 | Common Stock | 18,225 |

| | | | | | | | | |
|--------------------------------------------------|----------|------------|---|----------------------|------------|------------|-----------------|--------|
| Employee Stock Option (right to buy) | \$ 21.52 | 01/09/2015 | M | 42,879 <u>(1)</u> | <u>(8)</u> | 10/15/2021 | Common Stock | 42,879 |
| Employee Stock Option (right to buy) | \$ 21.52 | 01/12/2015 | M | 13,371 <u>(1)</u> | <u>(8)</u> | 10/15/2021 | Common Stock | 13,371 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------------|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Carrazana Enrique J. 420 SAW MILL RIVER ROAD ARDSLEY, NY 10502 | | | Chief Medical Officer | |

Signatures

/s/ Enrique Carrazana
01/12/2015

**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) Exercise and sales pursuant to a 10b5-1 plan.
The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$42.00 to \$42.13 per share. The reporting person will provide to the issuer, any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (3) \$42.31 per share. The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$42.00 to \$42.31 per share. The reporting person will provide to the issuer, any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (4) \$43.15 per share. The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$42.16 to \$43.15 per share. The reporting person will provide to the issuer, any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (5) \$43.80 per share. The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$43.23 to \$43.80 per share. The reporting person will provide to the issuer, any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (6) The shares subject to this option vest in equal quarterly installments over four years beginning on January 1, 2013 with the first quarterly installment vested on April 1, 2013.
- (7) The shares subject to this option vest in equal quarterly installments over four years beginning on January 1, 2012 with the first quarterly installment vested on April 1, 2012.
- (8) 25% of the shares subject to this option vested on October 15, 2012. The balance of the shares subject to this option vest in equal quarterly installments over the three years thereafter.

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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