

Snodgres Jon  
Form 4  
November 28, 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 \*  
Snodgres Jon

(Last) (First) (Middle)

C/O REPLIGEN  
CORPORATION, 41 SEYON ST.,  
BLDG 1, STE 100

(Street)

WALTHAM, MA 02453

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
REPLIGEN CORP [RGEN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/26/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)  
CFO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/26/2018		M		11,445	A	\$ 26.2	32,344	D
Common Stock	11/26/2018		M		4,000	A	\$ 24.5	36,344	D
Common Stock	11/26/2018		M		6,055	A	\$ 32.4	42,399	D
Common Stock	11/26/2018		M		10,253	A	\$ 26.05	52,652	D
Common Stock	11/26/2018		S		31,753	D	\$	20,899	D
					(1)		63.4874		

(2)

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)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 26.2	11/26/2018		M	11,445	<u>(3)</u> 02/26/2025	Common Stock	11,445
Stock Option (Right to Buy)	\$ 24.5	11/26/2018		M	4,000	<u>(4)</u> 07/14/2024	Common Stock	4,000
Stock Option (Right to Buy)	\$ 32.4	11/26/2018		M	6,055	<u>(5)</u> 02/23/2027	Common Stock	6,055
Stock Option (Right to Buy)	\$ 26.05	11/26/2018		M	10,253	<u>(6)</u> 02/26/2026	Common Stock	10,253

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Snodgres Jon C/O REPLIGEN CORPORATION 41 SEYON ST., BLDG 1, STE 100 WALTHAM, MA 02453			CFO	

## Signatures

/s/ Jeffrey P. Leduc (Attorney in  
Fact)

11/28/2018

\_\_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) Sale of common stock was effective pursuant to a 10(b)5-1 trading plan adopted on September 19, 2018.  
\$63.4874 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.18 to \$64.71, inclusive.
- (2) The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- (3) This option is currently exercisable.
- (4) 2,000 shares vest and become exercisable on each of the following dates: 7/14/2015, 7/14/2016, 7/14/2017, 7/14/2018 and 7/14/2019.
- (5) 6,055 shares vest and become exercisable on each of the following dates: 2/23/2018, 2/23/2019 and 2/23/2020.
- (6) Shares vest and become exercisable as follows: 5,126 shares on 2/26/2017, 5,127 shares on 2/26/2018 and 5,127 shares on 2/26/2019.

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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