

Kelbon Marcia S.  
Form 4  
August 31, 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  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Kelbon Marcia S.

(Last) (First) (Middle)

201 ELLIOTT AVENUE WEST

(Street)

SEATTLE, WA 98119

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

OMEROS CORP [OMER]

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

08/30/2018

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)

VP Patent and General Counsel

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 08/30/2018                              |                                                             | M                                    | 35,000                                                                  | A \$ 4.1                                                                                                           | 227,645                                                                 | D                                                                 |
| Common<br>Stock                       | 08/30/2018                              |                                                             | S <sup>(1)</sup>                     | 35,000                                                                  | D \$ 24.45                                                                                                         | 192,645                                                                 | D                                                                 |
| Common<br>Stock                       | 08/31/2018                              |                                                             | M                                    | 7,529                                                                   | A \$ 4.1                                                                                                           | 200,174                                                                 | D                                                                 |
| Common<br>Stock                       | 08/31/2018                              |                                                             | S <sup>(1)</sup>                     | 2,192                                                                   | D \$ 25.3054<br>(2)                                                                                                | 197,982                                                                 | D                                                                 |
| Common<br>Stock                       | 08/31/2018                              |                                                             | S <sup>(1)</sup>                     | 5,337                                                                   | D \$ 25.9277                                                                                                       | 192,645                                                                 | D                                                                 |

Edgar Filing: Kelbon Marcia S. - Form 4

(3)

Common Stock 08/31/2018 M 8,000 A \$ 6.05 200,645 D

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 of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|----------------------------------------|
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 4.1                                                             | 08/30/2018                              |                                                             | M                                    | 35,000                                                                                                       | (4) 01/07/2022                                                 | Common<br>Stock                                                     | 35,000                                 |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 4.1                                                             | 08/31/2018                              |                                                             | M                                    | 7,529                                                                                                        | (4) 01/07/2022                                                 | Common<br>Stock                                                     | 7,529                                  |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 6.05                                                            | 08/31/2018                              |                                                             | M                                    | 8,000                                                                                                        | (5) 03/28/2020                                                 | Common<br>Stock                                                     | 8,000                                  |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships                    |
|------------------------------------------------------------------|----------------------------------|
|                                                                  | Director 10% Owner Officer Other |
| Kelbon Marcia S.<br>201 ELLIOTT AVENUE WEST<br>SEATTLE, WA 98119 | VP Patent and General Counsel    |

## Signatures

/s/ Marcia S.  
Kelbon

08/31/2018

\_\_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) Open market sale pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person. The trading schedule, including sale periods, price and the number of shares to be sold, was established in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended. The sale was planned in advance for purposes including funding ongoing home construction and the exercise and holding of certain Omeros options.

(2) This transaction was executed in multiple trades at prices ranging from \$24.76 to \$25.72; the price reported above reflects the weighted average sales price. The reporting person undertakes to provide full information regarding the number of shares and prices at which the transactions referenced in this footnote were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.

(3) This transaction was executed in multiple trades at prices ranging from \$25.76 to \$26.18; the price reported above reflects the weighted average sales price. The reporting person undertakes to provide full information regarding the number of shares and prices at which the transactions referenced in this footnote were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.

(4) The option vested and became exercisable over 48 equal monthly installments, with a vesting commencement date of April 1, 2011.

(5) On August 31, 2018, the reporting person paid the exercise price and exercised options to purchase 8,000 shares of the company's common stock. The shares have not been sold and are held for the account of the reporting person. The options previously vested and became exercisable in 48 equal monthly installments, with a vesting commencement date of April 1, 2010.

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.