

NEKTAR THERAPEUTICS

Form 4

November 20, 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 *
WANG SUSAN

(Last) (First) (Middle)

C/O NEKTAR
THERAPEUTICS, 455 MISSION
BAY BOULEVARD SOUTH

(Street)

SAN FRANCISCO, CA 94158

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NEKTAR THERAPEUTICS
[NKTR]

3. Date of Earliest Transaction
(Month/Day/Year)
11/18/2015

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)

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 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock ⁽¹⁾	11/18/2015		M		15,000 A \$ 8.37	35,000	D
Common Stock ⁽¹⁾	11/18/2015		S		15,000 D \$ 15	20,000	D
Common Stock ⁽¹⁾	11/18/2015		M		5,372 A \$ 5.14	25,372	D
Common Stock ⁽¹⁾	11/18/2015		S		5,372 D \$ 15	20,000	D
	11/19/2015		M		15,128 A \$ 5.14	35,128	D

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Common Stock <u>(1)</u>							
Common Stock <u>(1)</u>	11/19/2015	S	15,128	D	\$ 15.02 <u>(2)</u>	20,000	D
Common Stock <u>(1)</u>	11/20/2015	M	9,500	A	\$ 5.14	29,500	D
Common Stock <u>(1)</u>	11/20/2015	S	9,500	D	\$ 15.02 <u>(3)</u>	20,000	D
Common Stock <u>(1)</u>	11/20/2015	M	40,000	A	\$ 9.24	60,000	D
Common Stock <u>(1)</u>	11/20/2015	S	40,000	D	\$ 15.02 <u>(3)</u>	20,000	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
Stock Option <u>(1)</u>	\$ 8.37	11/18/2015		M	15,000	09/30/2010	09/14/2017	Common Stock	15,000
Stock Option <u>(1)</u>	\$ 5.14	11/18/2015		M	5,372	09/30/2012	09/12/2019	Common Stock	5,372
Stock Option <u>(1)</u>	\$ 5.14	11/19/2015		M	15,128	09/30/2012	09/12/2019	Common Stock	15,128
	\$ 5.14	11/20/2015		M	9,500	09/30/2012	09/12/2019		9,500

Stock Option (1)								Common Stock	
Stock Option (1)	\$ 9.24	11/20/2015	M	40,000	09/30/2013	09/13/2020		Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WANG SUSAN C/O NEKTAR THERAPEUTICS 455 MISSION BAY BOULEVARD SOUTH SAN FRANCISCO, CA 94158	X			

Signatures

Gilbert M. Labrucherie, Jr., Attorney-in-Fact	11/20/2015
<small>**Signature of Reporting Person</small>	<small>Date</small>

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) This transaction was made pursuant to a Rule 10b5-1 trading plan.

This transaction was executed in multiple trades at prices ranging from \$15.00 to \$15.07. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and the prices at which the transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.

This transaction was executed in multiple trades at prices ranging from \$15.00 to \$15.14. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and the prices at which the transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.

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.