

Mahatme Sandesh  
Form 4  
July 21, 2017

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
Mahatme Sandesh

2. Issuer Name and Ticker or Trading Symbol  
Sarepta Therapeutics, Inc. [SRPT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
215 FIRST STREET, SUITE 415

3. Date of Earliest Transaction (Month/Day/Year)  
07/20/2017

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

EVP, CFO & CBO

(Street)

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

CAMBRIDGE, MA 02142

(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                    | 07/20/2017                           |  | M                              | 9,375 (1) A \$ 13.71  | 41,736  | D  |   |
| Common Stock                    | 07/20/2017                           |  | S                              | 9,375 (1) D \$ 41   | 32,361  | D  |   |
| Common Stock                    | 07/20/2017                           |  | M                              | 32,998 (1) A \$ 13.9  | 65,359  | D  |   |
| Common Stock                    | 07/20/2017                           |  | S                              | 32,998 (1) D \$ 41  | 32,361  | D  |   |
| Common Stock                    | 07/20/2017                           |  | M                              | 7,627 (2) A \$ 23.85  | 39,988  | D  |   |

Edgar Filing: Mahatme Sandesh - Form 4

|              |            |   |                     |   |          |        |   |
|--------------|------------|---|---------------------|---|----------|--------|---|
| Common Stock | 07/20/2017 | S | <u>7,627</u><br>(2) | D | \$ 41    | 32,361 | D |
| Common Stock | 07/21/2017 | M | 1,500               | A | \$ 23.85 | 33,861 | 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 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 Security (Instr. 3 and 4) | Am or Num of S |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title   |                |
| Non-Qualified Stock Options (right to buy) | \$ 13.71   | 07/20/2017                           |  | M                              | <u>9,375</u><br>(2)   | 02/28/2017 02/28/2026                                    | Common Stock  | 9,             |
| Non-Qualified Stock Options (right to buy) | \$ 13.9  | 07/20/2017                           |  | M                              | <u>32,998</u><br>(2)  | 02/27/2016 02/27/2025                                    | Common Stock  | 32             |
| Non-Qualified Stock Options (right to buy) | \$ 23.85   | 07/20/2017                           |  | M                              | <u>7,627</u><br>(2)   | 11/05/2013 11/05/2022                                    | Common Stock  | 7,             |
| Incentive Stock Option (right to buy)      | \$ 23.85   | 07/21/2017                           |  | M                              | <u>1,500</u><br>(3)   | 02/28/2017 02/28/2026                                    | Common Stock  | 1,             |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                |       |
|---|---------------|-----------|----------------|-------|
|   | Director      | 10% Owner | Officer        | Other |
| Mahatme Sandesh<br>215 FIRST STREET, SUITE 415<br>CAMBRIDGE, MA 02142 |               |           | EVP, CFO & CBO |       |

## Signatures

/s/David Tyrone Howton, as Attorney-in-Fact for Sandesh  
Mahatme

07/21/2017

\_\_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) This transaction was effected pursuant to a Rule 10b5-1 Plan adopted by the reporting person, on May 18, 2017, accordingly, the reporting person had no discretion with regards to the timing of the transaction.
  - (2) This transaction was effected pursuant to a Rule 10b5-1 Plan adopted by the reporting person, on May 2, 2017, accordingly, the reporting person had no discretion with regards to the timing of the transaction.  
  
25% of the option became exercisable on the first anniversary of the date of hire (11/05/2012) and 1/48th of the total granted option
  - (3) became exercisable on each monthly anniversary thereafter, such that the option became fully exercisable on the fourth anniversary of the date of hire.

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.