

GLAXOSMITHKLINE PLC
Form 4
September 20, 2018

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 *
GLAXOSMITHKLINE PLC

2. Issuer Name and Ticker or Trading Symbol
Principia Biopharma Inc. [PRNB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
980 GREAT WEST ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/18/2018

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

BRENTFORD
MIDDLESEX, X0 TW8 9GS

(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	09/18/2018		C		1,070,771	A	(2) 1,070,771	I	See Footnote (3)
Common Stock	09/18/2018		C		312,741	A	(2) 1,383,512	I	See Footnote (3)
Common Stock	09/18/2018		C		260,617	A	(2) 1,644,129	I	See Footnote (3)
Common Stock	09/18/2018		C		544,047	A	(2) 2,188,176	I	See Footnote

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Common Stock	09/18/2018		C	167,537	A	<u>(2)</u>	2,355,713	I	<u>(3)</u> See Footnote <u>(3)</u>
Common Stock	09/18/2018		P	<u>(1)</u> 270,000	A	\$ 17	2,625,713	I	<u>(3)</u> See Footnote <u>(3)</u>

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

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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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Series A Preferred Stock	<u>(2)</u>	09/18/2018		C	9,726,783	<u>(2)</u> <u>(2)</u>	Common Stock 1,070,77
Series B-1 Preferred Stock	<u>(2)</u>	09/18/2018		C	2,840,909	<u>(2)</u> <u>(2)</u>	Common Stock 312,741
Series B-2 Preferred Stock	<u>(2)</u>	09/18/2018		C	2,367,424	<u>(2)</u> <u>(2)</u>	Common Stock 260,617
Series B-3 Preferred Stock	<u>(2)</u>	09/18/2018		C	4,942,070	<u>(2)</u> <u>(2)</u>	Common Stock 544,047
Series C Preferred Stock	<u>(2)</u>	09/18/2018		C	1,521,895	<u>(2)</u> <u>(2)</u>	Common Stock 167,537

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GLAXOSMITHKLINE PLC 980 GREAT WEST ROAD BRENTFORD MIDDLESEX, X0 TW8 9GS		X		

Signatures

/s/ Victoria
Whyte 09/20/2018
**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) S.R. One, Limited acquired 270,000 Common Stock of the Issuer in connection with the Issuer's initial public offering.
The Series A, Series B-1, Series B-2, Series B-3 and Series C Preferred Stock were converted into Common Stock on a 9.0839-for-one basis upon the closing of the Issuer's initial public offering without payment of consideration. The Series A, Series B-1, Series B-2, Series B-3, and Series C Preferred Stock were convertible at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The Preferred Stock had no expiration date.
- (2) The shares reported herein are held of record by S.R. One, Limited, an indirect, wholly-owned subsidiary of GlaxoSmithKline plc (the "Reporting Person").

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. 0px"> EUR

Nominal amount	50
	137
	20
	-
	-
	-
	207
	6
Average contract rate	0.863
Reporting Owners	3

0.759

0.758

-

-

-

GBP

Nominal amount

2

-

-

-

-

-

2

-

Explanation of Responses:

4

Average contract rate

0.585

-

-

-

-

-

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Any negative impact of currency movements on the currency contracts that the Company has entered into to hedge identifiable foreign currency commitments to purchase or sell goods and services, would be offset by an equal and opposite favourable exchange impact on the commitments being hedged. Transactions in currency related financial instruments for which there is no underlying foreign currency exchange rate exposure to the Company are prohibited. For accounting policies relating to currency contracts, see note 3 - Summary of Significant Accounting Policies on page 61 of the Company's annual report.

Derivative Commodity Contracts

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The effect of a reduction of 10% in aluminum prices on the Company's aluminum forward and options contracts outstanding at June 30, 2005 would be to increase net income over the period ending December 31, 2007 by approximately \$88 (\$45 in 2005, \$37 in 2006 and \$6 in 2007). These results reflect a 10% reduction from the June 30, 2005, three-month LME aluminum closing price of \$1,720 per tonne and assume an equal 10% drop has occurred throughout the aluminum forward price curve existing as at June 30, 2005. The Company's aluminum forward contract positions, producing the above results, are entered into to hedge anticipated future sales of metal. Consequently, any negative impact of movements in the price of aluminum on the forward contracts would be offset by an equal and opposite impact on the sales being hedged.

Transactions in metal-related financial instruments for which there is no underlying metal price exposure to the Company are prohibited, except for a small trading portfolio of metal forwards not exceeding 25,000 tonnes, which is marked-to-market.

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Item 4. Controls and Procedures

a) **Evaluation of Disclosure Controls and Procedures**

As at June 30, 2005, an evaluation was carried out under the supervision and with the participation of the Company's management, including its Chief Executive Officer and Chief Financial Officer, of the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934). Based upon that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that the design and operation of these disclosure controls and procedures were effective.

b) **Changes in Internal Control Over Financial Reporting**

Except as otherwise discussed herein, there have been no changes in the Company's internal control over financial reporting during the quarter ended June 30, 2005 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting. The Company will assess the effectiveness of its internal control over financial reporting in its Annual Report on Form 10-K for 2005.

During the second quarter of 2005, a new financial aluminum trading software system was implemented, with consequent resulting changes to the Company's internal control over financial reporting in relation to aluminum trading operations.

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PART II. OTHER INFORMATION

Item 1. Legal Proceedings

Pohatcong Valley Site. As previously reported, the U.S. Department of the Interior notified Pechiney Plastic Packaging Inc. ("PPPI" - a subsidiary of the Company) on November 19, 1999 that it wanted to geophysically log certain wells at the Washington, New Jersey facility as it sought to identify possible contributors of a specific contaminant - trichloroethylene ("TCE") - to the Pohatcong Valley Superfund Site. This matter involves both an on-site remediation of the Washington Plant, New Jersey, which is near completion and the Pohatcong Valley Superfund Site, which is in the early stages of investigation.

PPPI had been advised that the geophysical logging process had occurred and in 2001, the United States Environmental Protection Agency (USEPA) carried out certain minor additional investigations at the plant site.

PPPI has performed an on-site remediation at the Washington plant and had received a "no further action" letter from the State of New Jersey for certain areas and an approval letter dated June 12, 2002 from the State for certain additional work.

In June 2004 PPPI received a demand letter from the USEPA naming PPPI as a potentially responsible party. The USEPA has also made two supplemental requests for information, to which PPPI has responded.

In June 2005, the USEPA issued a remedial investigation and groundwater contamination report. On July 27, 2005, the USEPA publicly issued a draft plan with proposed remedial alternatives. PPPI is continuing to discuss the matter with the USEPA and is awaiting the USEPA's record of decision in relation to its report.

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Other information called for by this Item is incorporated by reference to the first paragraph of Note 15 of Item 1, Part I of this quarterly report on Form 10-Q.

Items 2., 3. and 5.

The registrant has nothing to report under these items.

Item 4. Submission of Matters to a Vote of Security Holders

Information called for by this item with respect to the Annual Meeting of the Shareholders of the Company held on April 28, 2005 is incorporated by reference to Part II, Item 4 of the Company's quarterly report on Form 10-Q for the quarter ended March 31, 2005.

Item 6. Exhibits

(31.1) Certification of Chief Executive Officer pursuant to Rule 13a-14(a) under Securities Exchange Act of 1934.

(31.2) Certification of Chief Financial Officer pursuant to Rule 13a-14(a) under Securities Exchange Act of 1934.

(32.1) Certification of Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

(32.2) Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ALCAN INC.

Dated: 9 August 2005

By: /s/ Thomas J. Harrington

Thomas J. Harrington

Vice President and Controller

(A Duly Authorized Officer)

EXHIBIT INDEX

Exhibit

Number

Description

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