

RYAN THOMAS F JR
Form 4
May 15, 2013

FORM 4

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

OMB APPROVAL

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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 *
RYAN THOMAS F JR

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/13/2013

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

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

(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

WALTHAM, MA 02453

(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	05/13/2013		M		39,000	A	\$ 7.56
							100,038
Common Stock	05/13/2013		S		39,000	D	\$ 9.0419
							(1)
Common Stock	05/13/2013		M		15,000	A	\$ 1.91
							76,038
Common Stock	05/13/2013		S		15,000	D	\$ 9.0419
							(1)

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Common Stock	05/14/2013	M	15,000	A	\$ 3.38	76,038	D
Common Stock	05/14/2013	S	15,000	D	\$ 8.9311 (2)	61,038	D
Common Stock	05/14/2013	M	116	A	\$ 3.1	61,154	D
Common Stock	05/14/2013	S	116	D	\$ 8.95	61,038	D
Common Stock	05/14/2013	S	428	D	\$ 9.05	60,610	D
Common Stock	05/14/2013	S	1,611	D	\$ 9.07	58,999	D
Common Stock	05/15/2013	M	14,884	A	\$ 3.1	73,883	D
Common Stock	05/15/2013	S	14,884	D	\$ 8.9642 (3)	58,999	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 (Right to Buy)	\$ 7.56	05/13/2013		M	39,000	09/10/2004	09/10/2013	Common Stock	39,000
Stock Option (Right to	\$ 1.91	05/13/2013		M	15,000	09/21/2005	09/21/2014	Common Stock	15,000

Buy)										
Stock Option (Right to Buy)	\$ 3.38	05/14/2013	M	15,000	09/15/2006	09/15/2015	Common Stock	15,000		
Stock Option (Right to Buy)	\$ 3.1	05/14/2013	M	116	09/15/2007	09/15/2016	Common Stock	116		
Stock Option (Right to Buy)	\$ 3.1	05/15/2013	M	14,884	09/15/2007	09/15/2016	Common Stock	14,884		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RYAN THOMAS F JR C/O REPLIGEN CORPORATION 41 SEYON STREET, BLDG 1, STE 100 WALTHAM, MA 02453		X		

Signatures

/s/ William J. Kelly (Attorney in
Fact) 05/15/2013

__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).

\$9.0419 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$9.03 to \$9.06, inclusive. 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.

\$8.9311 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.90 to \$8.96, inclusive. 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.

\$8.9642 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.95 to \$9.01, inclusive. 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.

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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