

FEIBER JONATHAN D

Form 4

September 16, 2016

**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 \*  
MDV IX LP

(Last) (First) (Middle)

C/O MOHR DAVIDOW  
VENTURES, 3000 SAND HILL  
ROAD, SUITE 3-290

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
Adamas Pharmaceuticals Inc  
[ADMS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/14/2016

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_X\_ 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)   |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
|                                       |   |   | Code                                 | V Amount (A)<br>or (D)<br>Price   |  |   |   |
| Common<br>Stock                       | 09/14/2016                              |   | P                                    | 54,537  | A \$<br>16.4253<br>(1)   | 4,023,364   | I MDV VII<br>LP, nom<br>for MDV<br>VII LP,<br>MDV VII<br>Leaders'<br>Fund LP,<br>MDV<br>ENF VII<br>(A) LP,<br>and MDV |

|                 |            |   |       |   |                                 |           |   |   |
|-----------------|------------|---|-------|---|---------------------------------|-----------|---|---|
| Common<br>Stock | 09/15/2016 | P | 200   | A | \$ 16.5                         | 4,023,564 | I | ENF VII<br>(B) LP <sup>(2)</sup>  |
|                 |            |   |       |   |                                 |           |   | MDV VII<br>LP, nom<br>for MDV<br>VII LP,<br>MDV VII<br>Leaders'<br>Fund LP,<br>MDV<br>ENF VII<br>(A) LP,<br>and MDV<br>ENF VII<br>(B) LP <sup>(2)</sup> |
| Common<br>Stock | 09/16/2016 | P | 8,240 | A | \$<br>16.8079<br><sup>(3)</sup> | 4,031,804 | I | MDV VII<br>LP, nom<br>for MDV<br>VII LP,<br>MDV VII<br>Leaders'<br>Fund LP,<br>MDV<br>ENF VII<br>(A) LP,<br>and MDV<br>ENF VII<br>(B) LP <sup>(2)</sup> |
| Common<br>Stock |            |   |       |   |                                 | 265,150   | I | MDV<br>VII, L.P.<br><sup>(2)</sup>  |
| Common<br>Stock |            |   |       |   |                                 | 6,043     | I | MDV<br>ENF VII<br>(A), L.P.<br><sup>(2)</sup>   |
| Common<br>Stock |            |   |       |   |                                 | 3,146     | I | MDV<br>ENF VII<br>(B), L.P.<br><sup>(2)</sup>   |
| Common<br>Stock |            |   |       |   |                                 | 25,661    | I | MDV VII<br>Leaders'<br>Fund,<br>L.P. <sup>(2)</sup>   |
| Common<br>Stock |            |   |       |   |                                 | 287,992   | I | MDV IX,<br>L.P., as<br>nominee<br>for MDV   |

IX, L.P.,  
and MDV  
ENF IX,  
L.P. <sup>(4)</sup>

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<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Report<br>Transaction<br>(Instr. 6) |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| MDV IX LP<br>C/O MOHR DAVIDOW VENTURES<br>3000 SAND HILL ROAD, SUITE 3-290<br>MENLO PARK, CA 94025 |               | X         |         |       |
| Seventh MDV Partners, L.L.C.<br>3000 SAND HILL ROAD<br>SUITE 3-290<br>MENLO PARK, CA 94025         |               | X         |         |       |
| Ninth MDV Partners, L.L.C.<br>3000 SAND HILL ROAD<br>SUITE 3-290<br>MENLO PARK, CA 94025           |               | X         |         |       |
| FEIBER JONATHAN D<br>3000 SAND HILL ROAD   |               | X         |         |       |

SUITE 3-290  
MENLO PARK, CA 94025

SCHOENDORF NANCY J  
3000 SAND HILL ROAD  
SUITE 3-290  
MENLO PARK, CA 94025

X

MDV ENF VII (A), L.P.  
3000 SAND HILL ROAD  
SUITE 3-290  
MENLO PARK, CA 94025

X

MDV ENF VII (B), L.P.  
3000 SAND HILL ROAD  
SUITE 3-290  
MENLO PARK, CA 94025

X

MDV VII Leaders' Fund, L.P.  
3000 SAND HILL ROAD  
SUITE 3-290  
MENLO PARK, CA 94025

X

MDV VII LP  
C/O MOHR DAVIDOW VENTURES  
3000 SAND HILL ROAD, SUITE 3-290  
MENLO PARK, CA 94025

X

## Signatures

Brett A. Teele

09/16/2016

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) Price reflected is the weighted-average purchase price for shares purchased. The range of the purchase prices for the transaction was \$16.22 and \$16.50 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or security holder of the Issuer, full information regarding the number of shares purchased at each separate price.

(2) Seventh MDV Partners, L.L.C. is the general partner of (i) MDV VII, L.P., as nominee for MDV VII, L.P., MDV ENF VII(A), L.P., MDV ENF VII(B), L.P., and MDV VII Leaders' Fund, L.P., (ii) MDV VII, L.P., (iii) MDV ENF VII(A), L.P., (iv) MDV ENF VII(B), L.P., and (v) MDV VII Leaders' Fund, L.P. (collectively, "MDV VII"). Feiber and Nancy Schoendorf ("Schoendorf") are Managing Members of Seventh MDV Partners, L.L.C. Feiber and Schoendorf may be deemed to share voting and dispositive power over the shares held by MDV VII. Each Reporting Person disclaims beneficial ownership of the shares held by MDV VII except to the extent of any pecuniary interest therein. Ericson, a general partner with Mohr Davidow Ventures, may be deemed to indirectly beneficially own the shares affiliated with MDV VII. Ericson is a director of the Issuer and, accordingly, files separate Section 16 reports.

(3) Price reflected is the weighted-average purchase price for shares purchased. The range of the purchase prices for the transaction was \$16.52 and \$17.00 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or security holder of the Issuer, full information regarding the number of shares purchased at each separate price.

(4) Ninth MDV Partners, L.L.C. is the general partner of MDV IX, L.P., as nominee for MDV IX, L.P. and MDV ENF IX, L.P. (collectively, "MDV IX"). William Ericson ("Ericson") and Jonathan Feiber ("Feiber") are Managing Members of Ninth MDV Partners, L.L.C. Ericson and Feiber may be deemed to share voting and dispositive power over the shares held by MDV IX. Each Reporting Person disclaims beneficial ownership of the shares held by MDV IX except to the extent of any pecuniary interest therein. Ericson is a director of the Issuer and, accordingly, files separate Section 16 reports.

## Edgar Filing: FEIBER JONATHAN D - Form 4

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.