

Kauffman Michael
Form 4
January 09, 2019

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 *
Kauffman Michael

2. Issuer Name and Ticker or Trading Symbol
Karyopharm Therapeutics Inc.
[KPTI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/07/2019

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

C/O KARYOPHARM
THERAPEUTICS INC., 85 WELLS
AVENUE

(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

NEWTON, MA 02459

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 01/07/2019 | | M ⁽¹⁾ | 12,500 A | \$ 0.033 743,634 ⁽²⁾ | I | By Spouse |
| Common Stock | 01/07/2019 | | S ⁽¹⁾ | 12,500 D | \$ 10.2259 731,134 ⁽³⁾ | I | By Spouse |
| Common Stock | | | | | 529,767 ⁽⁴⁾ | D | |
| Common Stock | | | | | 29,685 ⁽⁴⁾ | I | By GRAT ⁽⁵⁾ |

| | | | | |
|--------------|--|-----------------------|---|---------------------------------|
| Common Stock | | 29,685 ⁽²⁾ | I | By Spouse's GRAT ⁽⁶⁾ |
|--------------|--|-----------------------|---|---------------------------------|

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 0.033 | 01/07/2019 | | M ⁽¹⁾ | 12,500 | ⁽⁷⁾ 10/21/2020 | Common Stock | 12,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Kauffman Michael C/O KARYOPHARM THERAPEUTICS INC. 85 WELLS AVENUE NEWTON, MA 02459 | X | | Chief Executive Officer | |

Signatures

/s/ Christopher B. Primiano, Attorney-in-Fact for Michael G. Kauffman

01/09/2019

 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) These transactions were effected pursuant to a Rule 10b5-1 trading plan adopted by the spouse of the reporting person.

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- (2) Reflects the transfer of 17,624 shares from the Sharon Shacham 2016 Qualified Annuity Interest Trust (the "Spouse's GRAT") to the spouse of the reporting person on December 10, 2018.
- Represents the weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$10.00 to \$10.45,
- (3) inclusive. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (4) Reflects the transfer of 17,624 shares from the Michael G. Kauffman 2016 Qualified Annuity Interest Trust (the "GRAT") to the reporting person on December 10, 2018.
- (5) These shares are held by the GRAT.
- (6) These shares are held by the Spouse's GRAT.
- (7) This option, representing a right to purchase a specified number of shares, vested as to 25% of the shares on October 22, 2011, and the remaining 75% vested in 36 equal monthly installments thereafter.

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.