

Soni Manmeet Singh  
Form 4  
August 14, 2018

**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 \*  
Soni Manmeet Singh

2. Issuer Name **and** Ticker or Trading  
Symbol  
ALNYLAM  
PHARMACEUTICALS, INC.  
[ALNY]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Chief Financial Officer

(Last)      (First)      (Middle)  
  
300 THIRD STREET  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/13/2018

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                    | 07/25/2017                           |                                                    | J <sup>(1)</sup>               | V                                                                 | 2      | A          | \$ 0 <sup>(1)</sup>                                                                           | 2                                                        | I                                                     | by Managed Account <sup>(1)</sup> |
| Common Stock                    | 10/16/2017                           |                                                    | J <sup>(1)</sup>               | V                                                                 | 11     | A          | \$ 0 <sup>(1)</sup>                                                                           | 13                                                       | I                                                     | by Managed Account <sup>(1)</sup> |
| Common Stock                    | 01/17/2018                           |                                                    | J <sup>(1)</sup>               | V                                                                 | 6      | A          | \$ 0 <sup>(1)</sup>                                                                           | 19                                                       | I                                                     | by Managed Account <sup>(1)</sup> |
|                                 | 04/16/2018                           |                                                    | J <sup>(1)</sup>               | V                                                                 | 28     | A          |                                                                                               | 47                                                       | I                                                     |                                   |

# Edgar Filing: Soni Manmeet Singh - Form 4

|                 |            |  |      |      |             |             |    |   |                              |
|-----------------|------------|--|------|------|-------------|-------------|----|---|------------------------------|
| Common<br>Stock |            |  |      |      | \$ 0<br>(1) |             |    |   | by<br>Managed<br>Account (1) |
| Common<br>Stock | 07/10/2018 |  | J(1) | V 36 | A           | \$ 0<br>(1) | 83 | I | by<br>Managed<br>Account (1) |

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<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 of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |                    |                 |                                     |
|-------------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|----------------------------------------------------------------|--------------------|-----------------|-------------------------------------|
|                                                       |                                                                    |                                         |                                                             | Code                                 | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                            | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Performance<br>Stock Option<br>2017 (right<br>to buy) | \$ 52.61                                                           | 08/13/2018                              |                                                             | A <sup>(2)</sup>                     |                                                                                                              | 25,000                                                         |     | 08/13/2018                                                     | 05/08/2027         | Common<br>Stock | 25,000                              |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |                               |       |
|---------------------------------------------------------------|---------------|-----------|-------------------------------|-------|
|                                                               | Director      | 10% Owner | Officer                       | Other |
| Soni Manmeet Singh<br>300 THIRD STREET<br>CAMBRIDGE, MA 02142 |               |           | Chief<br>Financial<br>Officer |       |

## Signatures

By: /s/ Michael P. Mason, Attorney-in-Fact For: Manmeet S  
Soni 08/14/2018

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) Reflects shares of ALNY common stock acquired by the reporting person under the ALNY 401(k) plan as a result of the ALNY 401(k) matching contribution program.

On May 8, 2017, the reporting person was granted a performance based stock option to purchase shares of ALNY common stock. The shares subject to the option will vest upon the commercial launch of Alnylams first internally developed product, as approved by our compensation committee. Effective August 13, 2018, the compensation committee of the Company determined the performance criterion has been met and the option shares have vested.
- (2)

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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