

Neylan John F.
Form 4
March 22, 2018

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 *
Neylan John F.

(Last) (First) (Middle)

C/O KERYX
BIOPHARMACEUTICALS,
INC., ONE MARINA PARK
DRIVE, 12TH FLOOR

(Street)

BOSTON, MA 02210

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
KERYX
BIOPHARMACEUTICALS INC
[KERX]

3. Date of Earliest Transaction
(Month/Day/Year)
03/20/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/20/2018		A		41,250 (1)	A	\$ 0 (1)
					156,736	(2)	D

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

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(9-02)

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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)	Amount or Number of Shares
Stock Options (right to buy)	\$ 4.16	03/20/2018		A	82,500	03/20/2019 ⁽³⁾ 03/20/2028	Common Stock	82,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Neylan John F.
C/O KERYX BIOPHARMACEUTICALS, INC.
ONE MARINA PARK DRIVE, 12TH FLOOR
BOSTON, MA 02210

Chief Medical Officer

Signatures

/s/ Scott A. Holmes,
Attorney-in-Fact 03/22/2018

__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) The 41,250 shares are restricted common stock, with one-third of the 41,250 shares vesting on March 20, 2019 and one-twelfth vesting on each of June 20, 2019, September 20, 2019, December 20, 2019, March 20, 2020, June 20, 2020, September 20, 2020, December 20, 2020 and March 20, 2021.
- (2) Includes 95,414 shares of restricted stock.
- (3) The stock options vest according to the following schedule: one-third of the 82,500 options will vest on March 20, 2019 and one-twelfth will vest on each of June 20, 2019, September 20, 2019, December 20, 2019, March 20, 2020, June 20, 2020, September 20, 2020, December 20, 2020 and March 20, 2021.

Remarks:

Exhibit List - Exhibit 24 - Power of Attorney

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.