### Edgar Filing: KERYX BIOPHARMACEUTICALS INC - Form 3

#### KERYX BIOPHARMACEUTICALS INC

Form 3

October 20, 2015

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

**OMB** 

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

Number: Expires:

January 31, 2005

Estimated average burden hours per response... 0.5

**OMB APPROVAL** 

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement KERYX BIOPHARMACEUTICALS INC [KERX] À BAUPOST GROUP LLC/MA (Month/Day/Year) 10/14/2015 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 10 ST. JAMES (Check all applicable) **AVENUE, Â SUITE 1700** (Street) 6. Individual or Joint/Group \_X\_\_ 10% Owner Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) Form filed by One Reporting Person BOSTON, MAÂ 02116 \_X\_ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock 42,016,276 I See footnote 1. (1) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of
Security	Expiration Date	Securities Underlying	Conversion	Ownership	Indirect
(Instr. 4)	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Beneficial
		(Instr. 4)	Price of	Derivative	Ownership
	Date Exercisable	Title	Derivative	Security:	(Instr. 5)
			Security	Direct (D)	

### Edgar Filing: KERYX BIOPHARMACEUTICALS INC - Form 3

		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Zero Coupon Convertible Senior Notes due 2020 (2)	07/01/2016(3)	10/15/2020	Common Stock Equivalents	17,197,861 (4)	\$ 3.74	I	See footnote 1. $\underline{\underline{(1)}}$

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
<b>Fg</b>	Director	10% Owner	Officer	Other	
BAUPOST GROUP LLC/MA 10 ST. JAMES AVENUE SUITE 1700 BOSTON, MA 02116	Â	ÂX	Â	Â	
SAK CORP 10 ST. JAMES AVENUE SUITE 1700 BOSTON, MA 02116	Â	ÂX	Â	Â	
KLARMAN SETH A 10 ST. JAMES AVENUE SUITE 1700 BOSTON, MA 02116	Â	ÂX	Â	Â	

# **Signatures**

Oignatures		
/s/ Seth A. Klarman	10/20/2015	
**Signature of Reporting Person	Date	
/s/ Seth A. Klarman	10/20/2015	
**Signature of Reporting Person	Date	
/s/ Seth A. Klarman	10/20/2015	
**Signature of Reporting Person	Date	

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).

This statement on Form 3 is being jointly filed by The Baupost Group, L.L.C. ("Baupost"), SAK Corporation and Seth A. Klarman. Baupost is a registered investment adviser and acts as an investment adviser and general partner to various private investment limited partnerships. SAK Corporation is the Manager of Baupost. Mr. Klarman, as the sole shareholder of SAK Corporation and a controlling

(1) person of Baupost, may be deemed to have beneficial ownership under Section 13 of the Securities Exchange Act of 1934, as amended, of the securities beneficially owned by Baupost. Securities reported on this statement on Form 3 as being beneficially owned by Baupost were purchased on behalf of certain of such partnerships. The Reporting Persons disclaim beneficial ownership of the securities except to the extent of their pecuniary interest therein.

Reporting Owners 2

### Edgar Filing: KERYX BIOPHARMACEUTICALS INC - Form 3

- Prior to shareholder approval authorizing the issuance of a sufficient number of additional shares to settle the conversion of the reported security in shares of common stock, the reported security is convertible only into cash based on an initial conversion rate of 267.3797 shares of common stock per \$1,000 principal amount of notes. From and after shareholder approval, the reported security is convertible only into shares of common stock at the same initial conversion rate.
- (3) Upon certain fundamental changes of the company, the reported securities become immediately convertible.
- (4) Represents the number of common stock equivalents underlying the reported securities.

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.