REPROS THERAPEUTICS INC.

Form 4 June 17, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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obligations

Check this box

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Masterson Nola E

Symbol

5. Relationship of Reporting Person(s) to Issuer

REPROS THERAPEUTICS INC.

2. Issuer Name and Ticker or Trading

[RPRX]

(Last) (First) (Middle)

(Street)

3. Date of Earliest Transaction

X Director 10% Owner Officer (give title Other (specify

(Check all applicable)

below)

(Month/Day/Year)

768 WEST CALIFORNIA WAY

06/16/2014

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

WOODSIDE, CA 94062

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities

1.Title of Security (Month/Day/Year) (Instr. 3)

2. Transaction Date 2A. Deemed Execution Date, if

TransactionAcquired (A) or Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

5. Number Transaction of Derivative Expiration Date Code Securities

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8. l Underlying Securities De (Instr. 3 and 4) Sec

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year |) (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | • | | | | (I |
|-----------------|------------------------------------|-----------------|--------------|--|------------------------|--------------------|--------|--|----|
| | | | Code V | (Α) (Σ | D) Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Option | \$ 16.54 | 06/16/2014 | A | 5,000 | <u>(1)</u> | 06/16/2024 | Common | 5,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|---------|-------|--|--|
| . 0 | Director | 10% Owner | Officer | Other | | |
| Masterson Nola E 768 WEST CALIFORNIA WAY WOODSIDE, CA 94062 | X | | | | | |

Signatures

/s/ Katherine A. Anderson, CPA 06/17/2014

**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) Option shares shall vest in equal monthly installments over the twelve month period beginning on the date of grant.
- (2) Received as compensation for service on Board of Directors of issuer.

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.

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