

KERYX BIOPHARMACEUTICALS INC
 Form 4
 March 15, 2017

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 *
 Adams Brian

(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)
 02/14/2017

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)
 General Counsel and Secretary

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 (D) Price		
Common Stock	02/14/2017		A		48,750 (1)	A	\$ 0 141,309 (2) D

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

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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 Security (Instr. 3 and 4)
Employee Stock Option (Right to Buy)	\$ 5.53	02/14/2017		A	97,500	02/14/2018 ⁽³⁾ 02/14/2027	Common Stock 97,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Adams Brian
C/O KERYX BIOPHARMACEUTICALS, INC.
ONE MARINA PARK DRIVE, 12TH FLOOR
BOSTON, MA 02210

General Counsel and Secretary

Signatures

/s/ Brian Adams 03/15/2017

__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).
- The 48,750 shares are restricted common stock, with one-third of the 48,750 shares vesting on February 14, 2018 and one-twelfth vesting on each of May 14, 2018, August 14, 2018, November 14, 2018, February 14, 2019, May 14, 2019, August 14, 2019, November 14, 2019 and February 14, 2020.
- (1) Includes 95,872 shares of restricted stock.
- The options vest according to the following schedule: one-third of the 97,500 options will vest on February 14, 2018 and one-twelfth will vest on each of May 14, 2018, August 14, 2018, November 14, 2018, February 14, 2019, May 14, 2019, August 14, 2019, November 14, 2019 and February 14, 2020.
- (3)

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.