### Edgar Filing: AQUINOX PHARMACEUTICALS, INC - Form 4

#### AQUINOX PHARMACEUTICALS, INC

Form 4

December 18, 2014

### FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

OMB 3235-0287 Number:

January 31, Expires: 2005

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Check this box if no longer subject to Section 16. Form 4 or

**SECURITIES** Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. See Instruction

30(h) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

1(b).

(Print or Type Responses)

	• •									
1. Name and Address of Reporting Person * JOHNSON & JOHNSON			Symbol	NOX PH.	nd Ticker or Trading  ARMACEUTICALS	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First)	(Middle)	3. Date of	of Earliest	Γransaction	Director		_ 10% Owner		
ONE JOHNSON & JOHNSON			`	Day/Year)		below)	Officer (give title below) below)			
PLAZA	ISON & JOHNS	ON	12/16/2	2014						
(Street)			4. If Amendment, Date Original			6. Individual	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)			* *	Applicable Line)			
NEW BRU	3933				Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative Securities Ac	equired, Dispose	ed of, or Bene	ficially Owned		
1.Title of	2. Transaction Date	e 2A. Deem	ied	3.	4. Securities Acquired	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution	Date, if	Transacti	or(A) or Disposed of	Securities	Ownership	Indirect		

·		Tan	16 1 - 11011-	Derivative	e Secu	ii iiies A	cquii cu, Dispose	u oi, oi benei	ilcially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)		
Common Stock	12/16/2014		S	6,507	D	\$ 7.63 (2)	1,343,687	I	Johnson & Johnson Development Corporation	
Common Stock	12/17/2014		S	1,593	D	\$ 7.58 (3)	1,342,094	I	Johnson & Johnson Development Corporation	

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ection	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	(	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8) I	Derivative	e		Secur	ities	(Instr. 5)
	Derivative				5	Securities			(Instr.	3 and 4)	
	Security				I	Acquired					
					(	(A) or					
					I	Disposed					
					C	of (D)					
					(	(Instr. 3,					
					4	4, and 5)					
										A	
										Amount	
							Date	Expiration	TP:41	or	
							Exercisable	Date	Title	Number	
				C 1	<b>3</b> 7 /	(A) (D)				of	
				Code	V (	(A) (D)				Shares	

## **Reporting Owners**

Reporting Owner Name / Address		Relationships					
coporting of the real time	Director	10% Owner	Officer	Other			
JOHNSON & JOHNSON ONE JOHNSON & JOHNSON PLAZA NEW BRUNSWICK, NJ 08933		X					
JOHNSON & JOHNSON DEVELOPMENT CORP ET AL ONE JOHNSON & JOHNSON PLAZA NEW BRUNSWICK, NJ 08933		X					

### **Signatures**

Douglas Chia, Secretary of Johnson & Johnson					
**Signature of Reporting Person	Date				
Steven M. Rosenberg, Secretary of Johnson & Johnson Development Corporation	12/17/2014				
**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) The securities reported as being indirectly beneficially owned by the designated Reporting Person are directly beneficially owned by Johnson & Johnson Development Corporation, a wholly-owned subsidiary of the designated Reporting Person.

Reporting Owners 2

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- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.60 to \$7.70. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.52 to \$7.75. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

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.