

MERRIMACK PHARMACEUTICALS INC
 Form 4
 December 09, 2014

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

OMB APPROVAL
 OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Mulroy Robert J.

(Last) (First) (Middle)

C/O MERRIMACK
 PHARMACEUTICALS, INC., ONE
 KENDALL SQUARE, SUITE
 B7201

(Street)

CAMBRIDGE, MA 02139

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 MERRIMACK
 PHARMACEUTICALS INC
 [MACK]

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/05/2014

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)
 President and CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/05/2014		M		175,000	A	\$ 1.25
Common Stock	12/05/2014		S		175,000	D	\$ 9.85 <u>(1)</u>
Common Stock	12/08/2014		M		49,163	A	\$ 1.25

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Common Stock	12/08/2014	S	25,000	D	\$ 9.73 (2)	1,270,232	D
Common Stock	12/08/2014	M	25,837	A	\$ 1.25	1,296,069	D
Common Stock	12/08/2014	M	43,247	A	\$ 1.71	1,339,316	D

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

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SEC 1474
(9-02)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 1.25	12/05/2014		M	175,000	(3) 02/02/2015	Common Stock 175,000
Stock Option (right to buy)	\$ 1.25	12/08/2014		M	49,163	(3) 02/02/2015	Common Stock 49,163
Stock Option (right to buy)	\$ 1.25	12/08/2014		M	25,837	(3) 02/02/2015	Common Stock 25,837
Stock Option (right to buy)	\$ 1.71	12/08/2014		M	43,247	(3) 08/03/2015	Common Stock 43,247

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

Mulroy Robert J.
C/O MERRIMACK PHARMACEUTICALS, INC. X President and CEO
ONE KENDALL SQUARE, SUITE B7201
CAMBRIDGE, MA 02139

Signatures

/s/ Jeffrey A. Munsie,
attorney-in-fact 12/09/2014

__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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$9.70 to \$10.00, inclusive. 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 such range.

(1)

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$9.70 to \$9.78, inclusive. 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 such range.

(2)

(3) This option is fully vested.

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.