

NEWLINK GENETICS CORP

Form 3

November 16, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*

Â Pucci Paolo

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/12/2015

3. Issuer Name and Ticker or Trading Symbol

NEWLINK GENETICS CORP [NLNK]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer ☐ Other  
(give title below) (specify below)

C/O NEWLINK GENETICS CORPORATION,Â 2503 SOUTH LOOP DR., SUITE 5100

(Street)

AMES,Â IAÂ 50010

(City)

(State)

(Zip)

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 Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

6,170 <sup>(1)</sup>

D

Â

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

SEC 1473 (7-02)

**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 Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership

# Edgar Filing: NEWLINK GENETICS CORP - Form 3

	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Stock Option (Right to Buy)	11/12/2016 <sup>(2)</sup>	11/11/2025	Common Stock	15,267	\$ 34.96	D	Â
Stock Option (Right to Buy)	Â <sup>(3)</sup>	11/11/2025	Common Stock	3,555	\$ 34.96	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pucci Paolo C/O NEWLINK GENETICS CORPORATION 2503 SOUTH LOOP DR., SUITE 5100 AMES, IA 50010	Â X	Â	Â	Â

## Signatures

/s/ Ryan Trytten,  
attorney-in-fact

11/16/2015

\*\*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).

(1) Automatic grant to the Reporting Person of restricted stock units ("RSUs") under the Issuer's 2010 Non-Employee Directors' Stock Award Plan (the "Plan"). Of these RSUs, 5,005 vest in a series of three annual installments beginning on November 12, 2016 and 1,165 will vest on the earlier of (i) the first anniversary of the date of grant and (ii) the date of the first Annual Meeting following the date of grant, in each case subject to the Reporting Person's continuous service as of such date.

(2) Automatic grant to the Reporting Person of a nonstatutory stock option under the Plan. Thirty-three percent (33%) of the shares vest on November 12, 2016 and the remaining sixty-seven percent (67%) of the shares vest in a series of 24 successive equal monthly installments thereafter, subject to the Reporting Person's continuous service as of such dates. The option expires ten years after the date of grant, unless it expires sooner pursuant to the terms of the Plan.

(3) Automatic grant to the Reporting Person of a nonstatutory stock option under the Plan. One hundred percent (100%) of the shares shall vest on the earlier of (i) the first anniversary of the date of grant and (ii) the date of the first Annual Meeting following the date of grant, in each case subject to the Reporting Person's continuous service as of such date. The option expires ten years after the date of grant, unless it expires sooner pursuant to the terms of the Plan.

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.