

Sherman Michael A.
Form 4
December 19, 2018

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sherman Michael A.

(Last) (First) (Middle)

3000 KENT AVE, STE A1-100

(Street)

WEST LAFAYETTE, IN 47906

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ENDOCYTE INC [ECYT]

3. Date of Earliest Transaction
(Month/Day/Year)
12/17/2018

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	12/17/2018		M		5,330	A	\$ 2.54	353,248	D
Common Stock	12/17/2018		M		10,035	A	\$ 2.54	363,283	D
Common Stock	12/17/2018		M		15,706	A	\$ 3.82	378,989	D
Common Stock	12/17/2018		M		39,200	A	\$ 9.05	418,189	D
Common Stock	12/17/2018		M		25,002	A	\$ 3.55	443,191	D

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Common Stock	12/17/2018	M	11,281	A	\$ 9.86	454,472	D
Common Stock	12/17/2018	M	9,000	A	\$ 11.11	463,472	D
Common Stock	12/17/2018	M	3	A	\$ 5.1	463,475	D
Common Stock	12/17/2018	M	2	A	\$ 3.18	463,477	D
Common Stock	12/17/2018	G V	84,112 (1)	D	\$ 0	379,365	D
Common Stock						19,919	I

By
Sherman
Investors,
LLC

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)		8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		Amount or Number of Shares
Stock Option (right to buy)	\$ 2.54	12/17/2018		M	5,330	<u>(2)</u>	03/05/2019	Common Stock		5,330
Stock option (right to buy)	\$ 2.54	12/17/2018		M	10,035	<u>(2)</u>	11/12/2019	Common Stock		10,035
Stock Option (right to buy)	\$ 3.82	12/17/2018		M	15,706	<u>(2)</u>	02/11/2020	Common Stock		15,706

Stock Option (right to buy)	\$ 9.05	12/17/2018	M	39,200	<u>(2)</u>	04/14/2021	Common Stock	39,200
Stock option (right to buy)	\$ 3.55	12/17/2018	M	25,002	<u>(2)</u>	02/28/2022	Common Stock	25,002
Stock option (right to buy)	\$ 9.86	12/17/2018	M	11,281	<u>(2)</u>	02/19/2023	Common Stock	11,281
Stock option (right to buy)	\$ 11.11	12/17/2018	M	9,000	<u>(2)</u>	02/06/2024	Common Stock	9,000
Stock option (right to buy)	\$ 5.1	12/17/2018	M	3	<u>(2)</u>	02/04/2025	Common Stock	3
Stock option (right to buy)	\$ 3.18	12/17/2018	M	2	<u>(3)</u>	02/04/2026	Common Stock	2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sherman Michael A. 3000 KENT AVE, STE A1-100 WEST LAFAYETTE, IN 47906	X		President and CEO	

Signatures

/s/ Michael A. Sherman 12/19/2018

 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) Represents a gift of 84,112 shares to a donor advised fund.
- (2) The option is fully vested and immediately exercisable.
- (3) Shares subject to this option vest 1/4 annually over a period of four years beginning February 4, 2017.

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