

LUDLAM WILLIAM

Form 3

April 02, 2018

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 *

LUDLAM WILLIAM

(Last) (First) (Middle)

C/O CHIASSMA, INC., 460
TOTTEN POND ROAD SUITE
530

(Street)

WALTHAM, MA 02451

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/22/2018

3. Issuer Name and Ticker or Trading Symbol
CHIASSMA, INC [CHMA]

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)

See Remarks

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

5,124

D A

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

SEC 1473 (7-02)

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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
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

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

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|---------------------|--------------------|--------------|----------------------------------|----------|--|---|
| Stock Option (Right to Buy) | Â <u>(1)</u> | 09/10/2025 | Common Stock | 14,084 | \$ 28.4 | D | Â |
| Stock Option (Right to Buy) | Â <u>(1)</u> | 09/10/2025 | Common Stock | 45,916 | \$ 28.4 | D | Â |
| Stock Option (Right to Buy) | Â <u>(2)</u> | 02/10/2026 | Common Stock | 969 | \$ 9.93 | D | Â |
| Stock Option (Right to Buy) | Â <u>(2)</u> | 02/10/2026 | Common Stock | 14,531 | \$ 9.93 | D | Â |
| Stock Option (Right to Buy) | Â <u>(3)</u> | 10/25/2026 | Common Stock | 25,003 | \$ 2.6 | D | Â |
| Stock Option (Right to Buy) | Â <u>(3)</u> | 10/25/2026 | Common Stock | 74,997 | \$ 2.6 | D | Â |
| Stock Option (Right to Buy) | Â <u>(4)</u> | 02/23/2028 | Common Stock | 52,011 | \$ 1.52 | D | Â |
| Stock Option (Right to Buy) | Â <u>(5)</u> | 02/23/2028 | Common Stock | 18,189 | \$ 1.52 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| LUDLAM WILLIAM C/O CHIASMA, INC. 460 TOTTEN POND ROAD SUITE 530 WALTHAM, MA 02451 | Â | Â | Â See Remarks | Â |

Signatures

/s/ William Ludlam 04/02/2018

 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) This option vests over a four-year period at a rate of twenty-five percent (25%) on August 26, 2016 and 36 equal monthly installments thereafter.
- (2) This option vests over a four-year period at a rate of twenty-five percent (25%) on February 10, 2017 and in 12 equal quarterly installments thereafter.
- (3) This option vests over a four-year period at a rate of twenty-five percent (25%) on October 25, 2017 and in 12 equal quarterly installments thereafter.

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- (4) This option vests over a four-year period in 16 equal quarterly installments, the first such installment vesting on May 23, 2018.

This option vests as follows: (i) 40% of such award will be earned upon FDA acceptance of a new drug application ("NDA") for

- (5) Mycapssa, of which amount 50% will be immediately vested and 50% will vest upon the one year anniversary of such acceptance; and
(ii) 60% of such award will be earned upon FDA approval of such NDA, of which amount 50% will be immediately vested and 50% will vest upon the one year anniversary of such approval.

Â

Remarks:

Title:Â SeniorÂ ViceÂ President,Â ClinicalÂ andÂ MedicalÂ Affairs

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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