Edgar Filing: INSMED INC - Form 4

INSMED IN Form 4											
January 14,											
FORM	14 UNITED	STATES	SECU	RITIES A	AND EX	CHANGE	E COMMISSION		PPROVA		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								Number:	3235-		
Check th if no lon	ger									y 31, 2005	
subject to Section 16. Form 4 or							WNEKSHIP OF	Estimated burden hou response	ours per		
Form 5 obligations may continue.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 19401(b).											
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Lewis William			2. Issuer Name and Ticker or Trading Symbol			Trading	5. Relationship of Reporting Person(s) to Issuer				
			INSMED INC [INSM]				(Check all applicable)				
(Last) (First) (Middle) 9 DEER PARK DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 01/10/2014				XDirector10% Owner XOfficer (give titleOther (specify below) below) President & CEO				
			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
MONMOU JUNCTION	TH N, NJ 08852						Person	More than One K	eporting		
(City)	(State)	(Zip)	Tat	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	1	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	any		Date, if Transaction		of (D) 4 and 5) (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	1	
				Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Reminder: Rep	port on a separate line	e for each cl	ass of sec	urities bene	•	•	•				
					inforn requir	nation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab	le II - Deri	vative Sec	curities Acq	uired, Dis	posed of, or	Beneficially Owned	1			

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorDerivative	Expiration Date	Underlying Securities

1

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) Disposed of ((Instr. 3, 4, an 5)	or D)	(Month/Day/Year) (In		(Instr. 3 and 4)	
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 14.24	10/31/2013		А	250,000	(1)	(2)	Common Stock	250,000	
Stock Option	\$ 20.49	01/10/2014		А	50,000	(1)	01/10/2024	Common Stock	50,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Lewis William 9 DEER PARK DRIVE MONMOUTH JUNCTION, NJ 08852	Х		President & CEO				
Signatures							
/s/ William Lewis, by Christine Pellizza Attorney-in-fact	ari as		01/14/2014				
** Signature of Reporting Person	l		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).
- Stock options granted under the 2013 Incentive Plan. The options become exercisable based on the following vesting schedule: twenty five percent (25%) on the first anniversary of the grant date and an additional twelve and one half percent (12.5%) vest on the sixth month anniversary of the first anniversary date and each sixth month anniversary date thereafter through the fourth anniversary of the date of grant.
- (2) The options reflected herein were granted on October 31, 2013 and are being reported again to correct the expiration date, which was previously reported as October 31, 2013. The correct expiration date is October 31, 2023.

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.