#### Edgar Filing: KALOBIOS PHARMACEUTICALS INC - Form 4

#### KALOBIOS PHARMACEUTICALS INC

Form 4

February 07, 2013

## FORM 4

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

**OMB** Number:

3235-0287

Check this box if no longer

January 31, Expires: 2005

**OMB APPROVAL** 

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **BAXTER INTERNATIONAL INC** Issuer Symbol KALOBIOS PHARMACEUTICALS (Check all applicable) INC [KBIO] (Last) (First) (Middle) 3. Date of Earliest Transaction Director X 10% Owner \_ Other (specify Officer (give title (Month/Day/Year) below) ONE BAXTER 02/05/2013 PARKWAY, DF2-1W (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting DEERFIELD, IL 60015 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Ownership Owned Indirect (I) (Instr. 4) Following (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Price Amount (D) Common 02/05/2013  $\mathbf{C}$ 958,583 Α (1) 958,583 D Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series D Preferred Stock	<u>(1)</u>	02/05/2013		C	842,435 (2)	<u>(1)</u>	(3)	Common Stock	958,583

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BAXTER INTERNATIONAL INC ONE BAXTER PARKWAY DF2-1W DEERFIELD, IL 60015		X				

## **Signatures**

/s/ Stephanie A. Shinn, Corporate Vice President and Corporate Secretary

02/07/2013

Date

\*\*Signature of Reporting Person

\_\_\_\_

# **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) Each share of Series D Preferred Stock automatically converted into approximately 1.14 shares of Common Stock, including applicable anti-dilution adjustments, in connection with the consummation of Issuer's initial public offering.
- (2) Reflects 1-for-3.56147 reverse stock split which became effective on January 15, 2013.
- (3) No expiration date.

#### **Remarks:**

Upon the consummation of Issuer's initial public offering the Reporting Person ceased to be a 10% owner and therefore is no l 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.

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