KERYX BIOPHARMACEUTICALS INC

Form 4

December 31, 2013

FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Weshington, D.C. 20540
Charle this have	Washington, D.C. 20549

OMB APPROVAL

OMB 3235-0287 Number:

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Theck this box if no longer subject to Section 16. Form 4 or

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

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 * Oliviero James F III

2. Issuer Name and Ticker or Trading Symbol

KERYX

BIOPHARMACEUTICALS INC

[KERX]

(Last) (First) (Middle) 3. Date of Earliest Transaction

> (Month/Day/Year) 12/27/2013

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner _X__ Officer (give title _ __ Other (specify below) Chief Financial Officer

C/O KERYX

BIOPHARMACEUTICALS, INC., 750 LEXINGTON AVENUE

> (Street) 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

NEW YORK, NY 10022

(City)	(State)	(Zip) Table	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired or(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	12/27/2013		S	30,000 (1)	D	\$ 12.68 (2)	525,929 (3)	D	
Common Stock	12/30/2013		S	49,500 (1)	D	\$ 12.62 (4)	476,429 <u>(3)</u>	D	
Common Stock (Exercise	12/30/2013		M	30,000 (<u>5)</u>	A	\$ 4.59	506,429 (3)	D	

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of Stock Options)

Common Stock 12/30/2013 S
$$\frac{30,000}{(5)}$$
 D $\frac{\$}{12.64}$ $\frac{476,429}{(7)}$ D $\frac{(6)}{(5)}$

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

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Owne Follo

Trans (Instr

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. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	.	ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	
				Code V	' (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Oliviero James F III C/O KERYX BIOPHARMACEUTICALS, INC. 750 LEXINGTON AVENUE NEW YORK, NY 10022

Chief Financial Officer

Signatures

/s/ James F.

Oliviero, III 12/31/2013

**Signature of Reporting Date
Person

Reporting Owners 2

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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).
- Sale of a total of 79,500 shares of common stock was made in order to satisfy Mr. Oliviero's income tax withholding obligation upon the
- (1) vesting of 150,000 shares of restricted stock on a corporate milestone. Such sale was transacted in accordance with the Issuer's corporate policies regarding the vesting of restricted stock.
- (2) Reflects the weighted average sale price. The range of prices for such transaction is \$12.65 to \$12.82.
- (3) Includes 296,537 shares of restricted stock.
- (4) Reflects the weighted average sale price. The range of prices for such transaction is \$12.60 to \$12.72.
- (5) Reflects the exercise and sale of 30,000 stock options which were due to expire on January 2, 2014 (10 years following their grant date).
- (6) Reflects the weighted average sale price. The range of prices for such transaction is \$12.60 to \$12.74.
- (7) Following the transactions reported on this Form 4, Mr. Oliviero holds 476,429 shares of Keryx common stock (of which 296,537 are restricted shares) and 327,616 stock options.

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.