

Adamas Pharmaceuticals Inc
 Form 4
 October 07, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Went Gregory T

2. Issuer Name and Ticker or Trading Symbol
 Adamas Pharmaceuticals Inc
 [ADMS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 10/05/2016

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Executive Officer

C/O ADAMAS
 PHARMACEUTICALS, INC., 1900
 POWELL ST., SUITE 750

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

EMERYVILLE, CA 94608

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 10/05/2016 | | J ⁽¹⁾ | 117,450 D | \$ 0 146,208 | D | |
| Common Stock | 10/05/2016 | | J ⁽¹⁾ | 195,400 D | \$ 0 195,392 | I | By Trust |
| Common Stock | | | | | 80,000 | I | Gregory T Went & Marjorie S Went ttees 2012 Irr Trust FBO |

| | | | |
|--------------|--------|---|---|
| Common Stock | 80,000 | I | Bridget Elise Went Gregory T Went & Marjorie S Went ttees 2012 Irr Trust FBO Cora Margaret Went |
|--------------|--------|---|---|

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)

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 0.665 | 10/05/2016 | | J ⁽¹⁾ | 121,784 | ⁽²⁾ 11/16/2021 | Common Stock 121,784 |
| Stock Option (Right to Buy) | \$ 0.665 | 10/05/2016 | | J ⁽¹⁾ | 27,995 | ⁽³⁾ 02/22/2022 | Common Stock 27,995 |
| Stock Option (Right to Buy) | \$ 8.995 | 10/05/2016 | | J ⁽¹⁾ | 262,963 | ⁽⁴⁾ 02/20/2024 | Common Stock 262,963 |
| Stock Option (Right to Buy) | \$ 17.31 | 10/05/2016 | | J ⁽¹⁾ | 9,439 | ⁽⁵⁾ 02/24/2025 | Common Stock 9,439 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Went Gregory T C/O ADAMAS PHARMACEUTICALS, INC. 1900 POWELL ST., SUITE 750 EMERYVILLE, CA 94608 | X | | Chief Executive Officer | |

Signatures

Jennifer Rhodes,
Attorney-in-fact

10/07/2016

__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) Securities disposed of pursuant to a marital separation agreement.
- (2) Fully vested.
The Option shares vest as follows: one-fifth (1/5th) of the shares vested one year after February 1, 2012; the balance of the shares vest in a series of forty-eight (48) successive equal monthly installments measured from the first anniversary of February 1, 2012, subject to
- (3) Reporting Person's Continuous Service (as defined in the Issuer's 2007 Stock Plan) as of each such date. The Option shares are subject to an early exercise right and may be exercised in full prior to vesting.
The Option shares vest as follows: one-fifth (1/5th) of the shares vest one year after February 20, 2014; the balance of the shares vest in a series of forty-eight (48) successive equal monthly installments measured from the first anniversary of February 20, 2014, subject to
- (4) Reporting Person's Continuous Service (as defined in the Issuer's 2007 Stock Plan) as of each such date. The Option shares are subject to an early exercise right and may be exercised in full prior to vesting.
- (5) The Option vests as follows: 1/48th of the option shares vest on the 1st of each month beginning with March 1, 2015, subject to Reporting Person's Continuous Service (as defined in the Issuer's 2014 Equity Incentive Plan) as of each such date.

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.