SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden bours per response: 0.5

Estimated average burden hours per response:	0.5
	0.5

1. Name and Address of Reporting Person			2. Issuer Name and Ticker or Trading Symbol <u>OMEROS CORP</u> [OMER]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Kelbon Mar	<u>cia S.</u>				Director	10% Owner					
(Last) 201 ELLIOTT	(First) AVENUE WEST	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/15/2016	X	Officer (give title below) VP Patent and Genera	Other (specify below) al Counsel					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line)	idual or Joint/Group Filing ((Check Applicable					
SEATTLE	WA	98119		X	Form filed by One Repor	ting Person					
(City)	(State)	(Zip)			Form filed by More than Person	One Reporting					
	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)		Transaction Disposed Code (Instr.			I (A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	07/15/2016		М		15,900	A	\$0.98	179,497	D	
Common Stock	07/15/2016		S ⁽¹⁾⁽²⁾		15,900	D	\$ 11.4971 ⁽³⁾	163,597	D	

 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. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$0.98	07/15/2016		М			15,900	(4)	12/11/2016	Common Stock	15,900	\$ 0.00	31,900	D	

Explanation of Responses:

1. Open market sale pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 3, 2014, which provided for the exercise and sale of options to purchase 175,000 shares of common stock that expire on December 11, 2016. Under the plan, such options would be exercised and sold over a one-year period beginning in November 2015, with sale periods commencing approximately monthly and with approximately 15,900 such options to be exercised and sold in each sale period. Consistent with applicable trading rules, Ms. Kelbon has had no further control over the terms or timing of sales under the plan. 2. (Continued from Footnote 1) A portion of the proceeds from the exercise of the options expiring on December 11, 2016 are being used to fund Ms. Kelbon's exercise of other series of the issuer's stock options and retention of the underlying shares, and may also be used to fund the payment of taxes incurred by the exercise of such options.

This transaction was executed in multiple trades at prices ranging from \$11.17 to \$11.71; the price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide full information regarding the number of shares and prices at which the transactions referenced in this footnote were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.
 The option vested and became exercisable in 48 equal monthly installments. The first installment became exercisable on November 1, 2005 and subsequent installments became exercisable on each monthly anniversary thereafter.

Remarks:

/s/ Marcia S. Kelbon

** Signature of Reporting Person Date

07/15/2016

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

 * 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).

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

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 Number.