

Raptor Pharmaceutical Corp
Form 4
May 21, 2015

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
STARR CHRISTOPHER M

(Last) (First) (Middle)

**C/O RAPTOR
PHARMACEUTICAL CORP., 7
HAMILTON LANDING, SUITE
100**

(Street)

NOVATO, CA 94949

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Raptor Pharmaceutical Corp [RPTP]

3. Date of Earliest Transaction

(Month/Day/Year)

05/19/2015

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director

☐ Officer (give title
below)

☐ 10% Owner

☐ Other (specify
below)

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

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)
Common Stock	05/19/2015		A	(A) or (D) Amount 5,021 (1) Price \$ 0	706,065	D	

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
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SEC 1474
(9-02)

**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. 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)	8. Amount or Number of Shares
Stock options (right to buy)	\$ 11.55	05/19/2015		A	18,996	(2) 05/19/2025	Common Stock	18,996

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

STARR CHRISTOPHER M
C/O RAPTOR PHARMACEUTICAL CORP.
7 HAMILTON LANDING, SUITE 100
NOVATO, CA 94949

X

Signatures

/s/ Mark Jones, Raptor Pharmaceutical Corp.,
Attorney-in-Fact

05/21/2015

__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) Restricted Stock Units ("RSUs"). The Reporting Person is entitled to one (1) share of common stock for each one (1) RSU upon the vesting thereof. The RSUs will vest in full on the first anniversary of the date of grant.
- (2) The stock options will vest in four equal quarterly installments with the final installment vesting no later than immediately prior to the 2016 annual meeting of stockholders.

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.