Karyopharm Therapeutics Inc. Form SC 13G June 10, 2014

CUSIP NO. 48576U106

13G

Page 1 of 14

#### UNITED STATES

#### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.) \*

KARYOPHARM THERAPEUTICS INC.

(Name of Issuer)

Common Stock, \$0.0001 par value

(Title of Class of Securities)

48576U106

(CUSIP Number)

May 31, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is

filed:

- [X] Rule 13d 1(b)
- [ ] Rule 13d 1(c)
- [ ] Rule 13d 1(d)

\*The remainder of this cover page shall be filled out for a reporting person's

initial filing on this form with respect to the subject class of securities, and

for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to

be "filed" for the purpose of Section 18 of the Securities Exchange  $\operatorname{Act}$  of 1934

("Act") or otherwise subject to the liabilities of that section of the  $\mbox{\mbox{Act}}$  but

shall be subject to all other provisions of the  $\mbox{Act}$  (however, see the  $\mbox{Notes}$ ).

| Page | CUSIP<br>2 of | NO. 48576U106<br>14 |                      | 13G                       |  |
|------|---------------|---------------------|----------------------|---------------------------|--|
|      | 1.            | NAMES OF REPORTI    | NG PERSONS.          |                           |  |
|      |               | Franklin Resource   | es, Inc.             |                           |  |
|      | 2.            | CHECK THE APPROP    | RIATE BOX IF A MEMBI | ER OF A GROUP             |  |
|      |               | (a)<br>(b) X        |                      |                           |  |
|      | 3.            | SEC USE ONLY        |                      |                           |  |
|      | 4.            | CITIZENSHIP OR P    | LACE OF ORGANIZATION | Л                         |  |
|      |               | Delaware            |                      |                           |  |
|      | NUMBE.        | R OF SHARES BENEF   | ICIALLY OWNED BY EAG | CH REPORTING PERSON WITH: |  |
|      |               | 5. SOLE VOTIN       | IG POWER             |                           |  |
|      |               | (See Item           | 4)                   |                           |  |

|     | 6.     | SHARED VOTING POWER                                     |
|-----|--------|---|
|     |        | (See Item 4)  |
|     | 7.     | SOLE DISPOSITIVE POWER                                  |
|     |        | (See Item 4)  |
|     | 8.     | SHARED DISPOSITIVE POWER                                |
|     |        | (See Item 4)  |
| 9.  | AGGREG | GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
|     | 3,542, | .004  |
| 10. | CHECK  | IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES             |
|     | CERTAI | N SHARES [ ]  |
| 11. | PERCEN | NT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)            |
|     | 11.9%  |   |
| 12. | TYPE ( | OF REPORTING PERSON                                     |

HC, CO (See Item 4)

| Page |     |     |       | 48576U1  | 06          |          | 1.      | 3G         |        |       |
|------|-----|-----|-------|----------|-------------|----------|---------|------------|--------|-------|
|      |     |     |       |          |             |          |         |            |        |       |
|      | 1.  |     | NAME  | S OF RE  | PORTING PEF | SONS.    |         |            |        |       |
|      |     |     | Charl | les B. C | Johnson     |          |         |            |        |       |
|      | 2.  |     | CHEC  | CK THE A | PPROPRIATE  | BOX IF A | MEMBER  | OF A GROUE |        |       |
|      |     |     | (a)   |          |             |          |         |            |        |       |
|      |     |     | (b) 2 | X        |             |          |         |            |        |       |
|      | 3.  |     | SEC   | USE ONL  | Y           |          |         |            |        |       |
|      | 4.  |     | CITI  | ZENSHIP  | OR PLACE C  | F ORGANI | ZATION  |            |        |       |
|      |     |     | USA   |          |             |          |         |            |        |       |
|      | NUM | BEF | R OF  | SHARES   | BENEFICIALI | Y OWNED  | ВУ ЕАСН | REPORTING  | PERSON | WITH: |
|      |     |     | 5.    | SOLE V   | OTING POWE  | R        |         |            |        |       |
|      |     |     |       | (See It  | cem 4)      |          |         |            |        |       |

|     | 6.    | SHARED VOTING POWER                                      |
|-----|-------|--|
|     |       | (See Item 4)   |
|     | 7.    | SOLE DISPOSITIVE POWER                                   |
|     |       | (See Item 4)   |
|     | 8.    | SHARED DISPOSITIVE POWER                                 |
|     |       | (See Item 4)   |
| 9.  | AGGR  | EGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
|     | 3,542 | 2,004  |
| 10. | CHEC  | K IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES            |
|     | CERTA | IN SHARES [ ]  |
| 11. | PERC  | ENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)            |
|     | 11.9% |  |
| 12. | TYPE  | OF REPORTING PERSON                                      |

HC, IN (See Item 4)

| Page | CUSIP<br>4 of |                                       | 13G                       |
|------|---------------|---------------------------------------|---------------------------|
|      |               |                                       |                           |
|      | 1.            | NAMES OF REPORTING PERSONS.           |                           |
|      |               | Rupert H. Johnson, Jr.                |                           |
|      | 2.            | CHECK THE APPROPRIATE BOX IF A MEMBE  | CR OF A GROUP             |
|      |               | (a)                                   |                           |
|      |               | (b) X                                 |                           |
|      | 3.            | SEC USE ONLY                          |                           |
|      | 4.            | CITIZENSHIP OR PLACE OF ORGANIZATION  | I                         |
|      |               | USA                                   |                           |
|      | NUMBE         | R OF SHARES BENEFICIALLY OWNED BY EAC | TH REPORTING PERSON WITH: |
|      |               | 5. SOLE VOTING POWER                  |                           |
|      |               | (See Item 4)                          |                           |

|     | 6.             | SHARED VOTING POWER                                     |
|-----|----------------|---|
|     |                | (See Item 4)  |
|     | 7.             | SOLE DISPOSITIVE POWER                                  |
|     |                | (See Item 4)  |
|     | 8.             | SHARED DISPOSITIVE POWER                                |
|     |                | (See Item 4)  |
| 9.  | AGGRE          | GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
|     | 3 <b>,</b> 542 | 2,004   |
| 10. | CHECK          | IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES             |
|     | CERTA          | IN SHARES [ ]   |
| 11. | PERCE          | ENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)           |
|     | 11.9%          |   |
| 12. | TYPE           | OF REPORTING PERSON                                     |

HC, IN (See Item 4)

| Page | CUSIP<br>5 of | NO. 48576U106<br>14                   | 13G                       |
|------|---------------|---------------------------------------|---------------------------|
|      | 1.            | NAMES OF REPORTING PERSONS.           |                           |
|      |               | Franklin Advisers, Inc.               |                           |
|      | 2.            | CHECK THE APPROPRIATE BOX IF A MEMB   | ER OF A GROUP             |
|      |               | (a) (b) X                             |                           |
|      | 3.            | SEC USE ONLY                          |                           |
|      | 4.            | CITIZENSHIP OR PLACE OF ORGANIZATION  | N                         |
|      |               | California                            |                           |
|      | NUMBE:        | R OF SHARES BENEFICIALLY OWNED BY EAG | CH REPORTING PERSON WITH: |
|      |               | 5. SOLE VOTING POWER                  |                           |
|      |               | 3,449,809                             |                           |

|     | 6.    | SHARED VOTING POWER                                       |
|-----|-------|---|
|     |       | 0   |
|     | 7.    | SOLE DISPOSITIVE POWER                                    |
|     |       | 3,482,709   |
|     | 8.    | SHARED DISPOSITIVE POWER                                  |
|     |       | 0   |
| 9.  | AGGRE | GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON   |
|     | 3,482 | 2,709   |
| 10. |       | IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES IN SHARES [ ] |
| 11. | PERCE | INT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)             |
|     | 11.7% |   |
| 12. | TYPE  | OF REPORTING PERSON                                       |

IA, CO (See Item 4)

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CUSIP NO. 48576U106
                                              13G
Page 6 of 14
    Item 1.
    (a) Name of Issuer
         KARYOPHARM THERAPEUTICS INC.
    (b) Address of Issuer's Principal Executive Offices
          2 Mercer Road
          Natick, MA 01760
    Item 2.
    (a) Name of Person Filing
          (i): Franklin Resources, Inc.
          (ii): Charles B. Johnson
          (iii): Rupert H. Johnson, Jr.
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|     | (iv): Franklin Advisers, Inc.                               |
|-----|---|
| (b) | Address of Principal Business Office or, if none, Residence |
|     | (i), (ii), and (iii):                                       |
|     | One Franklin Parkway  |
|     | San Mateo, CA 94403 1906                                    |
|     | (iv): One Franklin Parkway                                  |
|     | San Mateo, CA 94403 1906                                    |
| (c) | Citizenship   |
|     | (i): Delaware   |
|     | (ii) and (iii): USA   |
|     | (iv): California  |
| (d) | Title of Class of Securities                                |
|     | Common Stock, \$0.0001 par value                            |
| (0) | CUSID Number  |

48576U106

| CUSIP<br>Page 7 of   | NO. 485  | 76U106   | 13G                               |
|----------------------|----------|--|-----------------------------------|
| Item 3<br>240.13d 2( | b) or (d |  |                                   |
|                      | check    | whether the person filing is                                     | a:                                |
| U.S.C. 780           |          | Broker or dealer registered                                      | under section 15 of the Act (15   |
| 78c).                | (b) [ ]  | Bank as defined in section                                       | 3(a)(6) of the Act (15 U.S.C.     |
| (15 U.S.C.           |          | ] Insurance company as define 78c).                              | ed in section 3(a)(19) of the Act |
|                      |          |  |                                   |
| Investment           |          | ] Investment company register<br>// Act of 1940 (15 U.S.C 80a 8) |                                   |
| §240.13d 1           |          | ] An investment adviser in ac<br>ii)(E);                         | cordance with                     |
| with                 | (f) [ ]  | An employee benefit plan or                                      | endowment fund in accordance      |
|                      |          | \$240.13d 1(b)(1)(ii)(F);  |                                   |

(g) [X] A parent holding company or control person in accordance with \$240.13d 1(b)(1)(ii)(G); (h) [ ] A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); (i) [ ] A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a 3); (j) [ ] A non U.S. institution in accordance with \$240.13d 1(b)(ii)(J); (k) [ ] Group, in accordance with \$240.13d 1(b)(1)(ii)(K). If filing as a non U.S. institution in accordance with \$240.13d 1(b)(1)(ii)(J). please specify the type of institution: Item 4. Ownership

The securities reported herein are beneficially owned by one or more open or closed end

investment companies or other managed accounts that are investment management clients of  $% \left( 1\right) =\left( 1\right) +\left( 1\right) +\left$ 

investment managers that are direct and indirect subsidiaries (each, an "Investment"

Management Subsidiary" and, collectively, the "Investment Management Subsidiaries") of

Franklin Resources Inc. ("FRI"), including the Investment Management Subsidiaries listed

in this Item 4. When an investment management contract (including a sub advisory

agreement) delegates to an Investment Management Subsidiary investment discretion or

voting power over the securities held in the investment advisory accounts that are

subject to that agreement, FRI treats the Investment Management Subsidiary as having sole

investment discretion or voting authority, as the case may be, unless the agreement

specifies otherwise. Accordingly, each Investment Management Subsidiary reports on

Schedule 13G that it has sole investment discretion and voting authority over the

securities covered by any such investment management agreement, unless otherwise noted in

this Item 4. As a result, for purposes of Rule  $13d\ 3$  under the Act, the Investment

Management Subsidiaries listed in this Item 4 may be deemed to be the beneficial owners

of the securities reported in this Schedule 13G.

Beneficial ownership by Investment Management Subsidiaries and other FRI affiliates is

No. 34 39538 (January 12, 1998) relating to organizations, such as FRI, where related

entities exercise voting and investment powers over the securities being reported  $\ensuremath{\mathsf{e}}$ 

independently from each other. The voting and investment powers held by Franklin Mutual

Advisers, LLC ("FMA"), an indirect wholly owned Investment Management Subsidiary, are

exercised independently from FRI and from all other Investment Management Subsidiaries

(FRI, its affiliates and the Investment Management Subsidiaries other than  ${\sf FMA}$  are

collectively, "FRI affiliates"). Furthermore, internal policies and procedures of FMA and

 ${\tt FRI}$  establish informational barriers that prevent the flow between FMA and the  ${\tt FRI}$ 

affiliates of information that relates to the voting and investment powers over the

securities owned by their respective management clients. Consequently,  ${\tt FMA}$  and  ${\tt FRI}$ 

affiliates report the securities over which they hold investment and voting power  $\ensuremath{\mathsf{N}}$ 

separately from each other for purposes of Section 13 of the Act.

CUSIP NO. 48576U106

13G

Page 8 of 14

Charles B. Johnson and Rupert H. Johnson, Jr. (the "Principal Shareholders") each own in

excess of 10% of the outstanding common stock of FRI and are the principal stockholders

of FRI. FRI and the Principal Shareholders may be deemed to be, for purposes of Rule

 $13d\ 3$  under the Act, the beneficial owners of securities held by persons and entities for

whom or for which FRI subsidiaries provide investment management services. The number of

shares that may be deemed to be beneficially owned and the percentage of the class of

which such shares are a part are reported in Items 9 and 11 of the cover pages for FRI

and each of the Principal Shareholders. FRI, the Principal Shareholders and each of the

Investment Management Subsidiaries disclaim any pecuniary interest in any of the such

securities. In addition, the filing of this Schedule  $13\mathrm{G}$  on behalf of the Principal

Shareholders, FRI and the FRI affiliates, as applicable, should not be construed as an

admission that any of them is, and each of them disclaims that it is, the beneficial

owner, as defined in Rule 13d 3, of any of the securities reported in this Schedule 13G.

| Edgar Filing: Karyopharm Therapeutics Inc Form SC 13G                                     |
|---|
| FRI, the Principal Shareholders, and each of the Investment Management Subsidiaries       |
| believe that they are not a "group" within the meaning of Rule 13d 5 under the Act and    |
| that they are not otherwise required to attribute to each other the beneficial ownership  |
| of the securities held by any of them or by any persons or entities for whom or for which |
| the Investment Management Subsidiaries provide investment management services.            |
| (a) Amount beneficially owned:  |
| 3,542,004   |
| (b) Percent of class:   |
| 11.9%   |
| (c) Number of shares as to which the person has:  |
| (i) Sole power to vote or to direct the vote  |
| Franklin Resources, Inc.: 0   |

Charles B.

Johnson:

0

Rupert H. Johnson,

Jr.: 0

Franklin Advisers,

Inc.: 3,449,809

Franklin Templeton Portfolio Advisors, Inc. <a href="filt:11">111</a>: 47,232