## Edgar Filing: Stewart Edward J. - Form 4

| August 27, 2012  FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Check this box if no longer subject to Section 16. Form 4 or Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934. obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section and continue of the Public Utility Holding Company Act of 1935. Section 17(a) of the Public Utility Holding Company Act of 1935. Section 17(a) of the Public Utility Holding Company Act of 1935. Section 17(a) of the Public Utility Holding Company Act of 1935. Section 17(a) of the Public Utility Holding Company Act of 1935. Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). (Print or Type Responses)  1. Name and Address of Reporting Person Stewart Edward J. Symbol MERRIMACK PHARMACEUTICALS INC IMACK PHARMACEUTICALS INC IMACK PHARMACEUTICALS INC OMBERRIMACK COMERRIMACK COMERRIMACE COMERRIMACK COMERRIMACE COMERRIMACK COMERRIMACE COMER  | Stewart Edv<br>Form 4   | ward J.   |                |   |               |            |  |  |                                     |             |  |
|---|---|---|----------------|---|---------------|------------|--|--|-------------------------------------|-------------|--|
| Check this box<br>if no longer<br>subject of<br>Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES       Expires:<br>January 31<br>Expires:<br>Section 16.         form 4 or<br>Porm 5<br>section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES       Expires:<br>January 31<br>Expires:<br>Section 17(a) of the Public Utility Holding Company Act of 1935, or Section<br>1(b).       Expires:<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940<br>1(b).       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940<br>1(b).         1. Name and Address of Reporting Person!       2. Issuer Name and Ticker or Trading<br>Symbol<br>MERRIMACK       S. Relationship of Reporting Person(s) to<br>Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction<br>(Mont/Day/Year)       S. Relationship of Reporting Person(s) to<br>Issuer         (CO MERRIMACK       08/23/2012       Other (give title below)       Other (specify<br>below)         (City)       (Street)       4. If Amendment, Date Original<br>Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>-X. Form filed by More than One Reporting<br>Person         (City)       (State)       (Zip)       Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         (City)       (State)       (Zip)       Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   | August 27,  | 2012  |                |   |               |            |  |  |                                     |             |  |
| Check this box<br>if no longer<br>subject to<br>StartEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>Section 16.<br>SECURITIES<br>Form 4 or<br>Form 4 or<br>Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>obligations<br>may continue.<br>Sec instruction<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>Sec Instruction<br>Sec Instruction<br>Section 17(a) of the Public Utility Holding Company Act of 1940<br>1(b).<br>(Print or Type Responses)<br>1. Name and Address of Reporting Person 1<br>Stewart Edward J.<br>Symbol<br>MERRIMACK<br>PHARMACEUTICALS INC<br>(Last) (First) (Middle)<br>3. Date of Earliest Transaction<br>(Month/Day/Year)<br>C/O MERRIMACK<br>PHARMACEUTICALS, INC., ONE<br>KENDALL SQUARE, SUITE<br>B7201<br>(Street) 4. If Amendment, Date Original<br>Filed(Month/Day/Year)<br>(Street) 4. If Amendment, Date Original<br>Filed(Month/Day/Year)<br>(Street) 2. Transaction Date<br>A. If Amendment, Date Original<br>Filed(Month/Day/Year)<br>(Street) 2. Transaction Date<br>A. Deemed 3. 4. Securities<br>Securities Scandired Average<br>Linite of<br>(Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 3) (Month/Day/Year)<br>(Street) 2. Transaction Date<br>(Month/Day/Year) 2. Transaction Date<br>(Month/Day/Year) 3. 4. Securities<br>Scandired Average<br>Merential Address Scandired Average<br>Scandired Average<br>Merential Average Act of 1930 or Section<br>(Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 3) (Month/Day/Year)<br>(City) (Stute) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Ownership<br>Form: Direct Indirect<br>(Month/Day/Year) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4)<br>(Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 4) (Instr. 4) (Instr. 4)<br>(A) Reported<br>(Transaction(s) or<br>(Month/Day/Year) (Instr. 4) (Instr.   | FORM 4  |   |                |   |               |            |  |  | т                                   | PPROVAL     |  |
| if no longer<br>subject to<br>Section 16.<br>Form 4 or<br>Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>obligations<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>Section 17(a) of the Public Utility Holding Company Act of 1930,<br>We have the public Utility Holding Company Act of 1940<br>1(b).<br>(Print or Type Responses)<br>1. Name and Address of Reporting Person <sup>+</sup> .<br>2. Issuer Name and Ticker or Trading<br>Stewart Edward J.<br>Symbol<br>MERRIMACK<br>PHARMACEUTICALS INC<br>(Month/Day/Year)<br>C/O MERRIMACK<br>EXENDALL SQUARE, SUITE<br>B7201<br>(Street)<br>4. If Amendment, Date Original<br>Filed(Month/Day/Year)<br>City (State)<br>City (State)<br>City (State)<br>City (State)<br>City (State)<br>City (Month/Day/Year)<br>City (Month/Day/Year)<br>City (State)<br>City (State)<br>City (Month/Day/Year)<br>City (Month/Day/ | Washington, D.C. 20549  |   |                |   |               |            |  | COMMISSIO  | ONID                                | 3235-0287   |  |
| 1. Name and Address of Reporting Person *<br>Stewart Edward J.       2. Issuer Name and Ticker or Trading<br>Symbol       5. Relationship of Reporting Person(s) to<br>Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction<br>(Month/Day/Year)       6. Relationship of Reporting Person(s) to<br>Issuer         C/O MERRIMACK       098/23/2012       00%22/2012       00% Owner         C/O MERRIMACK       08/23/2012       00% Owner         PHARMACEUTICALS, INC., ONE<br>KENDALL SQUARE, SUITE<br>B7201       4. If Amendment, Date Original<br>Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check<br>Applicable Line)         CAMBRIDGE, MA 02139       4. If Amendment, Date Original<br>Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check<br>Applicable Line)         (City)       (State)       (Zip)       Table I - Non-Derivative Securities       6. Ownership<br>Person         (City)       (State)       2.A. Deemed<br>any       3. 4. Securities<br>TransactionAcquired (A) or<br>Code       5. Amount of<br>Disposed of, or Beneficially Owned         1.Title of<br>(Instr. 3)       2. Transaction Date, if<br>any       3. 4. Securities<br>Code       5. Amount of<br>Disposed of (D)<br>(Instr. 8)       6. Ownership<br>Code       6. Ownership<br>Direct       7. Nature of<br>Downed<br>Direct         (A)       (Instr. 4)       (Instr. 4)       (Instr. 4)       Reported<br>Transaction(S)<br>Or       6. Ownership<br>Dilowing   | if no lot<br>subject<br>Section<br>Form 4<br>Form 5<br>obligati<br>may con<br><i>See</i> Inst | <b>F CHANGES IN BENEFICIAL OWNERSHIP OF</b><br><b>SECURITIES</b><br>Dection 16(a) of the Securities Exchange Act of 1934,<br>Public Utility Holding Company Act of 1935 or Sectio |                |   |               |            | Estimated<br>burden hou<br>response  | Expires: 200<br>Estimated average<br>burden hours per<br>response 0. |                                     |             |  |
| Stewart Edward J.     Symbol     Issuer       Symbol     MERRIMACK     (Check all applicable)       (Last)     (First)     (Middle)     3. Date of Earliest Transaction<br>(Month/Day/Year)     (Check all applicable)       C/O MERRIMACK     08/23/2012     Diffeer (give tile)     (Check all applicable)       PHARMACEUTICALS, INC., ONE<br>KENDALL SQUARE, SUITE     08/23/2012     SVP & Pres, Healthcare Sol       Street)     4. If Amendment, Date Original<br>Filed(Month/Day/Year)     6. Individual or Joint/Group Filing(Check<br>Applicable Line)       CAMBRIDGE, MA 02139     Table I - Non-Derivative Securities X-Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person       (City)     (State)     (Zip)       1.Title of<br>Security<br>(Instr. 3)     2. Transaction Date<br>(Month/Day/Year)     3. 4. Securities<br>(Instr. 4)     5. Amount of<br>Gode     6. Ownership<br>Disposed of (D)<br>Or     5. Amount of<br>Gode     6. Ownership<br>Code     7. Nature of<br>Security<br>(Instr. 3, 4 and 5)  | (Print or Type  | e Responses)  |                |   |               |            |  |  |                                     |             |  |
| (Last)       (First)       (Middle)       3. Date of Earliest Transaction<br>(Month/Day/Year) $\overline{X}_{below}$ Officer (give title $\overline{below}$ )       Other (specify<br>below)         C/O MERRIMACK<br>PHARMACEUTICALS, INC., ONE<br>KENDALL SQUARE, SUITE<br>B7201       08/23/2012       SVP & Pres, Healthcare Sol         (Street)       4. If Amendment, Date Original<br>Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>-X_ Form filed by One Reporting Person<br>- Form filed by One Reporting Person<br>- Form filed by More than One Reporting<br>Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities       5. Amount of<br>Securities       6. Ownership<br>Form: Direct<br>any       7. Nature of<br>Code         1.Title of<br>Security<br>(Instr. 3)       2. Transaction Date<br>(Month/Day/Year)       3. 4. Securities<br>TransactionAcquired (A) or<br>Code       5. Amount of<br>Disposed of (D)<br>Beneficially       6. Ownership<br>Form: Direct<br>Indirect       7. Nature of<br>Indirect         (Instr. 3)       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       (I)       Ownership<br>Following       7. Nature of<br>Indirect  | Stewart Edward J.   |   |                | Symbol<br>MERRIMACK<br>PHARMACEUTICALS INC  |               |            | Issuer (Check all applicable)  |  |                                     |             |  |
| Filed(Month/Day/Year)       Applicable Line)      X_ Form filed by One Reporting Person   | C/O MERI<br>PHARMA<br>KENDALI   | RIMACK<br>CEUTICALS, IN   | C., ONE        | (Month/   | Day/Year)     | ransaction |  | Officer (giv<br>below)   | ve title Oth below)                 | er (specify |  |
| CAMBRIDGE, MA 02139       Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of Security       2. Transaction Date (Month/Day/Year)       2A. Deemed       3.       4. Securities       5. Amount of Securities       6. Ownership       7. Nature of Form: Direct Indirect         (Instr. 3)       (Month/Day/Year)       2A. Deemed       3.       4. Securities       5. Amount of Code Disposed of (D)       6. Ownership       7. Nature of Form: Direct Indirect         (Instr. 3)       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       (I)       Ownership         (A)       or       (Instr. 4)       (Instr. 4)       (Instr. 4)       (Instr. 4)   |   |   |                |   | -             |            |  | Applicable Line)<br>_X_ Form filed by One Reporting Person           |                                     |             |  |
| 1.Title of<br>Security<br>(Instr. 3)       2. Transaction Date<br>(Month/Day/Year)       2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)       3.       4. Securities<br>TransactionAcquired (A) or<br>Code       5. Amount of<br>Securities       6. Ownership<br>Form: Direct       7. Nature of<br>Indirect         (Instr. 3)       (Month/Day/Year)       Execution Date, if<br>any<br>(Month/Day/Year)       TransactionAcquired (A) or<br>(Instr. 8)       5. Amount of<br>Beneficially       6. Ownership<br>Form: Direct       7. Nature of<br>Form: Direct         (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       (I)       Ownership<br>Following         (A)<br>or       Or       (Instr. 4)       (Instr. 4)       (Instr. 4)   | CAMBRII   | DGE, MA 02139   |                |   |               |            |  | •  | More than One K                     | eporting    |  |
| Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) (Instr.  | (City)  | (State)   | (Zip)          | Tab   | ole I - Non-I | Derivative | Securities A   | cquired, Disposed  | of, or Beneficia                    | lly Owned   |  |
|   | Security (Month/Day/Year) Execution Date, it<br>(Instr. 3) any                                |   | Date, if       | TransactionAcquired (A) or<br>Code Disposed of (D)<br>(Instr. 8) (Instr. 3, 4 and 5)<br>(A)<br>or |               |            | Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | Form: Direct<br>(D) or Indirect<br>(I)                               | Indirect<br>Beneficial<br>Ownership |             |  |
| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474   | Reminder: Re  | eport on a separate line  | e for each cla | ass of sec  | urities benef | •          | •  |  | ction of                            | SEC 1474    |  |

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

## Edgar Filing: Stewart Edward J. - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5. Number of<br>orDerivative<br>Securities<br>Acquired (A) or<br>Disposed of (D<br>(Instr. 3, 4, and<br>5) | Expiration D<br>(Month/Day | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                 | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |  |
|---|---|---|---|--|--|----------------------------|--|-----------------|---|--|
|   |   |   |   | Code V                                 | (A) (D   | Date<br>Exercisable        | Expiration<br>Date   | Title           | Amount or<br>Number of<br>Shares                                    |  |
| Stock<br>Option<br>(right to<br>buy)                | \$ 7.53   | 08/23/2012                              |   | А                                      | 125,000  | <u>(1)</u>                 | 08/22/2022   | Common<br>Stock | 125,000   |  |

## **Reporting Owners**

| Reporting Owner Name / Address  |            | Relationships |           |                            |       |  |  |
|---|------------|---------------|-----------|----------------------------|-------|--|--|
|   |            | ector         | 10% Owner | Officer                    | Other |  |  |
| Stewart Edward J.<br>C/O MERRIMACK PHARMACEUTICA<br>ONE KENDALL SQUARE, SUITE B720<br>CAMBRIDGE, MA 02139 |            |               |           | SVP & Pres, Healthcare Sol |       |  |  |
| Signatures  |            |               |           |                            |       |  |  |
| /s/ Jeffrey A. Munsie,<br>attorney-in-fact  | 08/27/2012 |               |           |                            |       |  |  |
| **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) This option vests as to 1/12th of the total number of shares on 11/23/12 and an additional 1/12th of the total number of shares at the end of each successive three month period thereafter until 8/23/15.

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.