

WINGER DENNIS L

Form 4

January 19, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
WINGER DENNIS L2. Issuer Name and Ticker or Trading
Symbol
NEKTAR THERAPEUTICS
[NKTR]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

201 INDUSTRIAL ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/15/2010☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

SAN CARLOS, CA 94070

(City) (State) (Zip)

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)
			Code	V Amount (D) Price			

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

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(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 11.97	01/15/2010	A		22,500		<u>(1)</u>	01/15/2018	Common Stock	22,500	
Stock Option	\$ 11.97	01/15/2010	A		11,250		<u>(2)</u>	01/15/2018	Common Stock	11,250	
Restricted Stock Unit	\$ 0.01	01/15/2010	A		7,500		<u>(3)</u>	<u>(5)</u>	Common Stock	7,500	
Restricted Stock Unit	\$ 0.01	01/15/2010	A		3,750		<u>(4)</u>	<u>(5)</u>	Common Stock	3,750	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WINGER DENNIS L 201 INDUSTRIAL ROAD SAN CARLOS, CA 94070	X			

Signatures

Gil M. Labrucherie -
Attorney-in-Fact

01/19/2010

__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) The shares subject to this stock option vest on a monthly pro-rata basis over a period of three (3) years commencing on December 8, 2009 (Mr. Winger's date of appointment to the Board of Directors) and ending on December 8, 2012.
- (2) The shares subject to this stock option vest on a monthly pro-rata basis over a period of nine (9) months commencing on January 1, 2010 and ending on September 30, 2010.
- (3) The shares subject to this restricted stock unit vest on a monthly pro-rata basis over a period of three (3) years commencing on December 8, 2009 and ending on December 8, 2012.
- (4) The shares subject to this restricted stock unit vest on a monthly pro-rata basis over a period of nine (9) months commencing on January 1, 2010 and ending on September 30, 2010.
- (5) Not applicable.

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

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