

Ultragenyx Pharmaceutical Inc.  
Form 4  
January 04, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KAKKIS EMIL D**

2. Issuer Name and Ticker or Trading Symbol  
**Ultragenyx Pharmaceutical Inc.  
[RARE]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
**12/30/2015**

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
**President & CEO**

**C/O ULTRAGENYX  
PHARMACEUTICAL INC., 60  
LEVERONI COURT**

(Street)

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

**NOVATO, CA 94949**

(City) (State) (Zip)

**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                    | 12/30/2015                           |  | S <sup>(1)</sup>               | V Amount (A) or (D) Price<br>2,837 D \$ 113.3<br>(2)              | 592,803 (3)   | D  |   |
| Common Stock                    | 12/30/2015                           |  | S <sup>(1)</sup>               | V Amount (A) or (D) Price<br>5,465 D \$ 114.61<br>(4)             | 587,338 (3)   | D  |   |
| Common Stock                    | 12/30/2015                           |  | S <sup>(1)</sup>               | V Amount (A) or (D) Price<br>3,600 D \$ 115.56<br>(5)             | 583,738 (3)   | D  |   |
| Common Stock                    | 12/30/2015                           |  | S <sup>(1)</sup>               | V Amount (A) or (D) Price<br>2,600 D \$                           | 581,138 (3)   | D  |   |

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|              |            |                  |       |   |            |         |            |   |
|--------------|------------|------------------|-------|---|------------|---------|------------|---|
| Stock        |            |                  |       |   | 116.31     |         |            |   |
|              |            |                  |       |   | <u>(6)</u> |         |            |   |
|              |            |                  |       |   | \$         |         |            |   |
| Common Stock | 12/31/2015 | S <sup>(1)</sup> | 2,191 | D | 112.91     | 578,947 | <u>(3)</u> | D |
|              |            |                  |       |   | <u>(7)</u> |         |            |   |
|              |            |                  |       |   | \$         |         |            |   |
| Common Stock | 12/31/2015 | S <sup>(1)</sup> | 2,702 | D | 113.83     | 576,245 | <u>(3)</u> | D |
|              |            |                  |       |   | <u>(8)</u> |         |            |   |
|              |            |                  |       |   | \$         |         |            |   |
| Common Stock | 12/31/2015 | S <sup>(1)</sup> | 605   | D | 114.61     | 575,640 | <u>(3)</u> | D |
|              |            |                  |       |   | <u>(9)</u> |         |            |   |

|              |  |  |  |  |  |           |   |  |
|--------------|--|--|--|--|--|-----------|---|--|
| Common Stock |  |  |  |  |  | 2,552,241 | I | By Emil Kakkis and Jenny Soriano Living Trust, dated June 18, 2009 |
|--------------|--|--|--|--|--|-----------|---|--|

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 (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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares   |
|  |  |                                      |  |                                |   | Code   | V   | (A)  | (D)  |

## Reporting Owners

Reporting Owner Name / Address

Relationships

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Director      10% Owner      Officer      Other

KAKKIS EMIL D  
C/O ULTRAGENYX PHARMACEUTICAL INC.  
60 LEVERONI COURT  
NOVATO, CA 94949

President  
& CEO

## Signatures

/s/ Shalini Sharp by power of attorney for Emil D. Kakkis, M.D.,  
Ph.D.

01/04/2016

\_\_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 sales reported on this Form 4 were effected pursuant to a trading plan adopted pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.  
  
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$113.00 to \$114.00 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- (2) Includes previously reported shares of common stock underlying Restricted Stock Units granted to the Reporting Person, which are subject to certain vesting conditions.  
  
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$114.08 to \$115.04 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$115.09 to \$116.07 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$116.10 to \$116.64 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$112.34 to \$113.29 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$113.43 to \$114.30 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$114.44 to \$114.87 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- (8)
- (9)

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.