

Adamas Pharmaceuticals Inc
Form SC 13G/A
February 14, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Adamas Pharmaceuticals, Inc.
(Name of Issuer)
Common Stock, \$0.001 par value
(Title of Class of Securities)
00548A 106
(CUSIP Number)
December 31, 2016
(Date of Event Which Requires Filing of this Statement)

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

- ☐ 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 Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 00548A 106

Names of
Reporting

1 Persons

Gregory T Went

Check the
Appropriate
Box if a
2 Member of a
Group (See
Instructions)

(a) o
(b) o

3 SEC Use Only

Citizenship or
Place of

4 Organization

United States

5 Sole Voting
Power
954,923¹

Number Shared
of 6 Voting
Shares Power
Beneficially 355,392²
Owned

by Sole
Each 7 Dispositive
Reporting Power
Person 954,923¹
With:

Shared
8 Dispositive
Power
355,392²

9 Aggregate
Amount
Beneficially
Owned by Each
Reporting
Person

1,310,315³

Check if the
Aggregate
Amount in Row

10 (9) Excludes
Certain Shares
(See
Instructions) o

Percent of Class
Represented by
Amount in Row
11 9

5.74%⁴

Type of
Reporting
Person (See
12 Instructions)

IN

¹ Includes 837,465 shares subject to options exercisable within 60 days of December 31, 2016.

² Includes 80,000 shares held by Gregory T Went & Marjorie S Went ttees 2012 Irr Trust FBO Bridget Elise Went, 80,000 shares held by Gregory T Went & Marjorie S Went ttees 2012 Irr Trust FBO Cora Margaret Went, 195,392 shares held by Gregory T Went & Marjorie S Went ttees Went Family Living Trust dtd 03/24/11 (collectively, the "Trusts"). Dr. Went is a trustee of the Trusts and, as such, may be deemed to share voting and dispositive power with respect to all shares held by the Trusts.

³ Includes 837,465 shares subject to options exercisable within 60 days of December 31, 2016 and 355,392 shares held by the Trusts.

⁴ The beneficial ownership percentage is based upon 21,982,429 shares of common stock, par value \$0.001, of Adamas Pharmaceuticals, Inc., a Delaware corporation (the "Company"), deemed issued and outstanding as of October 31, 2016 based on information reported by the Company in its Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2016, filed with the Securities and Exchange Commission on November 3, 2016.

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Item Name of Issuer

1(a). Adamas Pharmaceuticals, Inc.

Address of Issuer's Principal Executive Offices

Item

1(b). 1900 Powell St, Suite 750
Emeryville, CA 94608

Item Name of Person Filing

2(a). Gregory T Went

Address of Principal Business Office or, if none, Residence

The address for the principal business office of Gregory Went is:

Item

2(b). 1900 Powell St, Suite 750
Emeryville, CA 94608

Item Citizenship

2(c). United States

Item Title of Class of Securities

2(d). Common Stock, par value \$0.001

Item CUSIP Number

2(e). 00548A 106

Item 3. If this statement is filed pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☐ An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) ☐ 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)(1)(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: _____

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Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Amount beneficially owned

(a)

1,310,315⁵

Percent of class

(b)

5.74%⁶

(c) Number of shares as to which the person has:

Sole power to vote or to direct the vote

(i)

954,923⁷

Shared power to vote or to direct the vote

(ii)

355,392⁸

Sole power to dispose or to direct the disposition of

(iii)

954,923⁷

Shared power to dispose or to direct the disposition of

(iv)

355,392⁸

Item 5. Ownership of 5 Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following o.

Item 6. Ownership of More than 5 Percent on Behalf of Another Person

Not applicable.

Identification and Classification of the Subsidiary Which

Item 7. Acquired the Security Being Reported on By the Parent Holding Company or Control Person

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of a Group

Not applicable.

Item 10. Certification

Not applicable.

⁵ Includes 837,465 shares subject to options exercisable within 60 days of December 31, 2016 and 355,932 shares held by the Trusts.

⁶ The beneficial ownership percentage is based upon 21,982,429 shares of common stock, par value \$0.001, of Adamas Pharmaceuticals, Inc., a Delaware corporation (the "Company"), deemed issued and outstanding as of October 31, 2016 based on information reported by the Company in its Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2016, filed with the Securities and Exchange Commission on November 3, 2016.

⁷ Includes 837,465 shares subject to options exercisable within 60 days of December 31, 2016.

⁸ Includes 355,392 shares held by the Trusts.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2017

Date

/s/Gregory T Went

Gregory T Went