BEIER DAVID W Form 4 April 02, 2018

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

**OMB APPROVAL** 

3235-0287

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0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* BEIER DAVID W

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

INFINITY PHARMACEUTICALS,

(Check all applicable)

INC. [INFI]

(Last) (First) (Middle) 3. Date of Earliest Transaction

4. If Amendment, Date Original

X\_ Director 10% Owner Officer (give title Other (specify

(Month/Day/Year) 04/01/2018

C/O INFINITY

PHARMACEUTICALS, INC., 784 MEMORIAL DRIVE

(Street)

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

CAMBRIDGE, MA 02139

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned

Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial

(I) Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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 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: BEIER DAVID W - 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 (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Expiration D (Month/Day/ | Date Exercisable and apiration Date fonth/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<br>or<br>Number<br>of Shares                                 |  |
| Stock<br>Option<br>(right to<br>buy)                | \$ 2.1 (1)  | 04/01/2018                           |   | A                                     | 40,000  | (2)                      | 04/01/2028  | Common<br>Stock | 40,000  |  |

# **Reporting Owners**

| Reporting Owner Name / Address                   | Relationships |           |         |       |  |  |
|--|---------------|-----------|---------|-------|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |
| BEIER DAVID W C/O INFINITY PHARMACEUTICALS, INC. |               |           |         |       |  |  |
| 784 MEMORIAL DRIVE<br>CAMBRIDGE, MA 02139        | X             |           |         |       |  |  |
|  |               |           |         |       |  |  |

## **Signatures**

/a/ Seth A. Tasker as attorney-in-fact for David
Beier 04/02/2018

\*\*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) Represents the closing sale price per share of the Issuer's common stock as reported on the Nasdaq Global Select Market on the trading day immediately prior to the date of grant.
- (2) The option vests as to 1/8th of the shares on June 30, 2018 and as to 1/8th of the shares at the end of each calendar quarter thereafter, provided that the holder continues to serve as a director of the Issuer.

#### **Remarks:**

Ex. 24: Limited Power of Attorney

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.

Reporting Owners 2