SEC Form 4

П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burder hours per response: 0.5

1	dress of Reporting	Person*	2. Issuer Name and Ticker or Trading Symbol ARDELYX, INC. [ARDX]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
RAAB MI	CHAEL		, t j	X	Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	— x	Officer (give title below)	Other (specify below)			
C/O ARDEL	YX, INC.		03/02/2020		President & CEO				
34175 ARDE	5 ARDENWOOD BLVD								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	6. Individual or Joint/Group Filing (Check Ap Line)				
FREMONT	CA	94555		X	Form filed by One Reporting Person				
					Form filed by More th Person	an One Reporting			
(City)	(State)	(Zip)							

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

	lon Bonnanto			,		,	,,			
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	te Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 ar			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11150. 4)
Common Stock	03/02/2020		M ⁽¹⁾		11,123	A	\$1.08	219,180 ⁽²⁾	D	
Common Stock	03/02/2020		S ⁽¹⁾		11,123	D	\$7	208,057 ⁽²⁾	D	
Common Stock	03/02/2020		S ⁽³⁾		20,428	D	\$7.0141 ⁽⁴⁾	110,240	I	Family Trust ⁽⁵⁾
Common Stock								1,000	I	Trust ⁽⁶⁾

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. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$1.08	03/02/2020		М			11,123	(7)	10/26/2020	Common Stock	11,123	\$0.00	0	D	

Explanation of Responses:

1. Transaction made pursuant to a 10b5-1 trading plan adopted by the Reporting Person on December 23, 2019.

2. Reflects the adjusted total which includes the purchase of 1,229 shares under the Ardelyx Employee Stock Purchase Plan on February 28, 2020.

3. Transaction made pursuant to a 10b5-1 trading plan adopted by the Reporting Person on December 21, 2019.

4. The transaction was executed in multiple trades in prices ranging from \$7.00 to \$7.065, inclusive. The price reported in Column 4 above reflects the weighted average sale price. The reporting person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.

5. The shares are directly held by Michael G. Raab, Trustee of the Michael G. Raab Living Trust dated July 25, 2012.

6. The shares are owned directly by trusts for the benefit of the Reporting Person's children.

7. Fully vested.

<u>/s/ Elizabeth Grammer,</u>

Attorney-in-Fact for Michael

<u>Raab</u>

** Signature of Reporting Person Date

03/04/2020

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.