

INTERLEUKIN GENETICS INC

Form 4/A

November 07, 2016

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

OMB APPROVAL

OMB  
Number: 3235-0287  
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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 \*  
Carbeau Mark B2. Issuer Name and Ticker or Trading  
Symbol  
INTERLEUKIN GENETICS INC  
[ILIU]5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O INTERLEUKIN GENETICS,  
INC., 135 BEAVER STREET3. Date of Earliest Transaction  
(Month/Day/Year)  
10/20/2016☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below) CEO

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
10/21/20166. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

WALTHAM, MA 02452

(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)
			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  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**SEC 1474  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option (Right to Buy)	\$ 0.1754 (1)	10/20/2016	A		5,000,000 (2)		(3)	10/20/2026	Common Stock	5,000,

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carbeau Mark B C/O INTERLEUKIN GENETICS, INC. 135 BEAVER STREET WALTHAM, MA 02452	X		CEO	

## Signatures

/s/ Brian P. Keane,  
Attorney-in-Fact

11/07/2016

\*\*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 exercise price of the option is the closing price of the Issuer's common stock on the OTCQB on October 20, 2016, which was the grant date of the option.
- (2) The option was granted pursuant to the terms of Mr. Carbeau's employment agreement, dated April 6, 2015, which provided that he would be entitled to such a grant following a Qualified Financing (as defined in the agreement) for Interleukin Genetics, Inc.
- (3) The option vests as to 25% of the shares on July 29, 2017, and 1/36th of the shares on the first day of each month beginning on November 1, 2017.

### Remarks:

This is an amendment to the Form 4 filed on October 21, 2016, solely to correct an error in the vesting schedule.

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.