

NantKwest, Inc.  
Form 4  
August 05, 2015

**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 \*  
Simon Barry J.

(Last) (First) (Middle)

C/O NANTKWEST, INC., 2533 SOUTH COAST HIGHWAY 101, SUITE 210

(Street)

CARDIFF-BY-THE-SEA, CA 92007-2133

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
NantKwest, Inc. [NK]

3. Date of Earliest Transaction (Month/Day/Year)  
07/27/2015

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and COO

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4)
				Code	V			
Common Stock <sup>(1)</sup>	07/27/2015		M		185,150	A \$ 0	3,355,690	D
Common Stock	07/27/2015		F		96,612	D \$ 25	3,259,078	D

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

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SEC 1474 (9-02)

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**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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	
Restricted Stock Units	(1)	07/27/2015		A	370,300		(2)	(2)	Common Stock
Restricted Stock Units	(1)	07/27/2015		M		185,150	(2)	(2)	Common Stock
Stock Option (right to buy)	\$ 25	07/27/2015		A	555,450		(3)	07/27/2025	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Simon Barry J. C/O NANTKWEST, INC. 2533 SOUTH COAST HIGHWAY 101, SUITE 210 CARDIFF-BY-THE-SEA, CA 92007-2133	X		President and COO	

## Signatures

/s/ Richard Gomberg, as Attorney-in-Fact 08/05/2015

\*\*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) Each restricted stock unit ("RSU") represents a contingent right to receive one share of NantKwest, Inc. common stock.

Subject to the reporting person's continuing to be a Service Provider (as defined in the 2015 Equity Incentive Plan) through each applicable vesting date, the restricted stock units ("RSUs") will vest as follows: 50% of the RSUs vested on July 27, 2015, and 50% of the RSUs will vest on July 27, 2016.

Subject to the award recipient's continuing to be a Service Provider (as defined in the 2015 Equity Incentive Plan) through each applicable vesting date, the option will vest as follows: 50% of the shares subject to the option vested and became exercisable on July 27, 2015, and 50% of the shares subject to the option shall vest and become exercisable on July 27, 2016.

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

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