Edgar Filing: VENUTI MICHAEL C - Form 4

VENUTI M	ICHAEL C										
Form 4											
May 18, 201	12										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
	••• UNITED	STATES					E COMMISSION	ONID	3235-0287		
Check th	nis box		Wa	shington	, D.C. 20	549		Number:	January 31,		
if no lon	ger	MENT OF	CHAN	JCES IN	DENIEF		WNERSHIP OF	Expires:	2005		
subject t	.0	VIENI OF	UIIAI			ICIAL O	WINERSHIT OF	Estimated average			
Section Form 4		SECURITI						burden hou response			
Form 5	Filed put	rsuant to S	ection	l6(a) of th	ne Securit	ties Excha	nge Act of 1934,	response	. 0.0		
obligatio	ons Section 170						of 1935 or Section	n			
may con See Instr		30(h) o	of the In	nvestment	t Compar	ny Act of 1	1940				
1(b).											
(Print or Type	Responses)										
1 Name and	Address of Reporting	Person *	2.1	N	1	T 1'	5 Relationship of	f Reporting Per	rson(s) to		
	Address of Reporting		2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
12110111			-	ΤΥ ΡΗΔ	RMACE	UTICALS	1				
			INC. []			C IIC/ILC	(Cheo	ck all applicabl	e)		
(Last)	(First) (L	of Earliest T	ransaction		X_ Director	100	% Owner		
(Eust)	(1150) (Day/Year)	ransaction		Officer (give	e title Oth	er (specify		
C/O INFIN	ITY		05/16/2	-			below)	below)			
PHARMA	CEUTICALS, IN	C., 780									
MEMORIA	AL DRIVE										
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)				
CAMBRID	OGE, MA 02139						Person		eporting		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed o	f. or Beneficia	llv Owned		
1.Title of	2. Transaction Date	24 Deeme		3.	4. Securit			5. Ownership	7. Nature of		
Security		Execution Date, if any						Form: Direct			
(Instr. 3)	-			Code	Disposed	of (D)		(D) or Indirect			
		(Month/Da	y/Year)	(Instr. 8)	(Instr. 3, 4	4 and 5)		(I) (Instr. 4)	Ownership		
							Reported	(IIISU. 4)	(Instr. 4)		
						(A) or	Transaction(s)				
				Code V	Amount	(D) Price	(Instr. 3 and 4)				
Reminder: Re	port on a separate line	e for each cla	iss of sec	urities bene	ficially own	ned 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	tionof Derivative H Securities (6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. I Der Sec (In
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 12.94	05/16/2012		А	6,000		<u>(1)</u>	05/16/2022	Common Stock	6,000	
Stock Option (right to buy)	\$ 12.94	05/16/2012		А	4,000		(2)	05/16/2022	Common Stock	4,000	

Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
VENUTI MICHAEL C C/O INFINITY PHARM 780 MEMORIAL DRIV CAMBRIDGE, MA 021	Е	Х						
Signatures								
/s/ Michael C. Venuti	05/18/2012							
<u>**</u> Signature of	Date							

**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 option vests over a period of one year in equal quarterly installments beginning at the end of the first quarter after the date of grant, provided that the holder continues to serve as a director of the issuer.
- (2) The option vests over a period of one year in equal quarterly installments beginning at the end of the first quarter after the date of grant, provided that the holder continues to serve as chair of the Research and Development Committee of the issuer's Board of Directors.

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.