

ALNYLAM PHARMACEUTICALS, INC.

Form 4

August 06, 2015

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

OMB APPROVAL

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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 \*  
Greene Barry E

(Last) (First) (Middle)

C/O ALNYLAM  
PHARMACEUTICALS, INC, 300  
THIRD STREET

(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
ALNYLAM  
PHARMACEUTICALS, INC.  
[ALNY]3. Date of Earliest Transaction  
(Month/Day/Year)  
08/04/20154. 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 COO6. 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/04/2015		M	6,621 A	\$ 13.12	30,013	D
Common Stock	08/04/2015		M	4,395 A	\$ 22.75	34,408	D
Common Stock	08/04/2015		M	3,185 A	\$ 31.39	37,593	D
Common Stock	08/04/2015		M	4,684 A	\$ 21.35	42,277	D

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Common Stock	08/04/2015	M	6,087	A	\$ 16.43	48,364	D	
Common Stock	08/04/2015	M	2,000	A	\$ 9.14	50,364	D	
Common Stock						2,611	I	By Managed Account <u>(1)</u>

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

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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 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) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Stock Option (Right to Buy)	\$ 13.12	08/04/2015		M	6,621	<u>(2)</u>	12/07/2015	Common Stock		6,621
Stock Option (Right to Buy)	\$ 22.75	08/04/2015		M	4,395	<u>(2)</u>	12/14/2016	Common Stock		4,395
Stock Option (Right to Buy)	\$ 9.14	08/04/2015		M	2,000	<u>(2)</u>	12/08/2020	Common Stock		2,000
Stock Option (Right to Buy)	\$ 16.43	08/04/2015		M	6,087	<u>(2)</u>	12/09/2019	Common Stock		6,087
Stock Option	\$ 21.35	08/04/2015		M	4,684	<u>(2)</u>	12/08/2018	Common Stock		4,684

(Right to  
Buy)

Stock

Option  
(Right to  
Buy)

\$ 31.39

08/04/2015

M

3,185

(2)

12/12/2017

Common  
Stock

3,185

## Reporting Owners

**Reporting Owner Name / Address****Relationships**

Director

10% Owner

Officer

Other

Greene Barry E  
C/O ALNYLAM PHARMACEUTICALS, INC  
300 THIRD STREET  
CAMBRIDGE, MA 02142

President  
and COO

## Signatures

/s/ Michael P. Mason, Attorney-in-Fact for: Barry E.  
Greene

08/06/2015

\_\_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) The reporting person owns 2,611 shares of ALNY common stock under the ALNY 401(k) plan as a result of the ALNY 401(k) matching contribution program.
- (2) The stock option vests as to 25% of the shares on the first anniversary of the date of the stock option grant and as to an additional 6.25% of the shares each successive three month period thereafter.

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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