

Quinn Anthony G.
Form 4
December 10, 2018

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 *
Quinn Anthony G.

2. Issuer Name and Ticker or Trading Symbol
Aeglea BioTherapeutics, Inc.
[AGLE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

C/O AEGLEA
BIOTHERAPEUTICS, INC., 901 S.
MOPAC EXPRESSWAY, SUITE
250

(Street)

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

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

AUSTIN, TX 78746

(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 (A) or (D) Price | | | |
| Common Stock | 02/15/2018 | | P | V 2,000 ⁽¹⁾ A \$ 6.02 | 94,793 | D | |
| Common Stock | 08/15/2018 | | P | V 994 ⁽¹⁾ A \$ 9.13 | 95,787 | D | |
| Common Stock | 12/07/2018 | | M | 150,000 A \$ 4.11 | 245,787 | D | |
| Common Stock | 12/07/2018 | | M | 3,306 A \$ 5.46 | 249,093 | D | |

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Common Stock 12/07/2018 M 18,584 A \$ 6.31 267,677 D

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

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(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Director Stock Option (right to buy) | \$ 4.11 | 12/07/2018 | | M | 150,000 | ⁽²⁾ 08/30/2027 | Common Stock 150,000 |
| Director Stock Option (right to buy) | \$ 5.46 | 12/07/2018 | | M | 3,306 | ⁽³⁾ 03/17/2026 | Common Stock 3,306 |
| Director Stock Option (right to buy) | \$ 6.31 | 12/07/2018 | | M | 18,584 | ⁽⁴⁾ 02/19/2028 | Common Stock 18,584 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Quinn Anthony G. C/O AEGLEA BIOTHERAPEUTICS, INC. 901 S. MOPAC EXPRESSWAY, SUITE 250 AUSTIN, TX 78746 | X | | President & CEO | |

Signatures

/s/ Charles N. York II, by power of
attorney

12/10/2018

__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) These shares were acquired under the Issuer's Employee Stock Purchase Plan in a transaction that was exempt under both Rule 16b-3(d) and Rule 16b-3(c).
 - (2) The stock option vested and became exercisable as to 100% of the shares subject to the option on July 18, 2018, subject to the continuing service of the Reporting Person on the vesting date.

The stock option vested and became exercisable as to 1/36th of the shares subject to the option on April 3, 2016, and thereafter vests as to
 - (3) 1/36th of the shares each month in equal installments, until such time as the option is 100% vested, subject to the continuing service of the Reporting Person on each vesting date.
 - (4) The stock option vests and becomes exercisable in 48 equal monthly installments beginning on March 20, 2018, until such time as the option is 100% vested, subject to the continuing employment of the Reporting Person on each vesting date.

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.