

Green Kevin Dennis
 Form 4
 May 18, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Green Kevin Dennis

2. Issuer Name and Ticker or Trading Symbol
 CERUS CORP [CERS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 C/O CERUS CORPORATION, 2550 STANWELL DRIVE

3. Date of Earliest Transaction (Month/Day/Year)
 05/16/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Financial Officer

(Street)
 CONCORD, CA 94520

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 05/16/2018 | | M | | 23,000 A \$ 0.79 | D | |
| Common Stock | 05/16/2018 | | M | | 20,300 A \$ 1.05 | D | |
| Common Stock | 05/16/2018 | | S | | 43,300 D 6.3911 (1) | D | |
| Common Stock | 05/17/2018 | | M | | 29,700 A \$ 1.05 | D | |
| Common Stock | 05/17/2018 | | S | | 29,700 D \$ 6.4676 | D | |

Edgar Filing: Green Kevin Dennis - Form 4

(2)

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 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option (Right to Buy) | \$ 0.79 | 05/16/2018 | | M | 23,000 | <u>(3)</u> 01/11/2019 | Common Stock | 23,000 |
| Option (Right to Buy) | \$ 1.05 | 05/16/2018 | | M | 20,300 | <u>(3)</u> 04/30/2019 | Common Stock | 20,300 |
| Option (Right to Buy) | \$ 1.05 | 05/17/2018 | | M | 29,700 | <u>(3)</u> 04/30/2019 | Common Stock | 29,700 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Green Kevin Dennis C/O CERUS CORPORATION 2550 STANWELL DRIVE CONCORD, CA 94520 | | | Chief Financial Officer | |

Signatures

Kevin Green by Chrystal Menard,
attorney-in-fact

05/18/2018

**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) The reported price in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$6.445 to \$6.35 per share, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the aforementioned range set forth.

(2) The reported price in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$6.54 to \$6.40 per share, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the aforementioned range set forth.

(3) One eighth (1/8th) of the shares subject to the Option vested six (6) months after the grant date, and one forty-eighth (1/48th) of the shares subject to the Option vested on the first day of each month thereafter.

(4) Not applicable.

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.