

NxStage Medical, Inc.
Form 4
March 05, 2015

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Swan Winifred L

(Last) (First) (Middle)

350 MERRIMACK STREET

(Street)

LAWRENCE, MA 01843

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

NxStage Medical, Inc. [NXTM]

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

03/03/2015

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)

SVP and General Counsel

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Common Stock	03/03/2015		A	Amount (2) 5,343	(A) or (D) A \$ 16.66	23,031	D
Common Stock	03/03/2015		M	7,919	A \$ 0	30,950	D
Common Stock	03/03/2015		F	2,571	D \$ 16.66	28,379	D
Common Stock	03/04/2015		M	3,675	A \$ 0	32,054	D
Common Stock	03/04/2015		F	1,195	D \$ 16.95	30,859	D

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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 Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Option (Right to Buy)	\$ 16.66	03/03/2015		A		53,315		04/03/2015 ⁽¹⁾	03/02/2025	Common Stock
Restricted Stock Unit	\$ 0	03/03/2015		A		23,757		03/03/2015 ⁽³⁾	03/03/2017	Common Stock
Restricted Stock Unit	\$ 0	03/03/2015		M		7,919		03/03/2015 ⁽⁴⁾	03/03/2017	Common Stock
Restricted Stock Unit	\$ 0	03/04/2015		M		3,675		03/04/2013	03/04/2015 ⁽⁵⁾	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Swan Winifred L 350 MERRIMACK STREET LAWRENCE, MA 01843	SVP and General Counsel

Signatures

Aras Lapinskas, attorney-in-fact for Winifred Swan 03/05/2014

**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 stock option becomes exercisable in 48 equal monthly installments beginning April 3, 2015.

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- (2) Payment in stock of short-term incentive award pursuant to the 2014 Corporate Bonus Plan.
- (3) Award granted pursuant to the 2014 Performance Share Plan, vesting in 3 equal annual installments beginning March 3, 2015.
- (4) Vesting of award granted pursuant to the 2014 Performance Share Plan.
- (5) Vesting of award granted pursuant to the 2012 Performance Share Plan.

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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