

Saccomano Nicholas A  
 Form 4  
 April 03, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 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 \*  
 Saccomano Nicholas A

2. Issuer Name and Ticker or Trading Symbol  
 ARRAY BIOPHARMA INC  
 [ARRY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 04/01/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 \_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
 CSO

C/O ARRAY BIOPHARMA INC., 3200 WALNUT STREET

(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

BOULDER, CO 80301

(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	04/01/2019		M	(1)	13,750	A	\$ 0
Common Stock	04/01/2019		F	(2)	6,048	D	\$ 24.6

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

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SEC 1474 (9-02)

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**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. Pr Deriv Secur (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	04/01/2019		M	6,875	(3)	(3)	Common Stock	6,875
Restricted Stock Units	\$ 0	04/01/2019		M	6,875	(4)	(4)	Common Stock	6,875

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Saccomano Nicholas A C/O ARRAY BIOPHARMA INC. 3200 WALNUT STREET BOULDER, CO 80301			CSO	

## Signatures

Jason Haddock, attorney-in-fact for Nicholas A. Saccomano 04/03/2019

\_\_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) Shares issued upon settlement of Restricted Stock Units ("RSUs") granted on April 1, 2015 and April 1, 2016, as a result of the vesting of one fourth of such RSUs.
- (2) Represents shares withheld to satisfy tax withholding obligations of the reporting person.
- (3) The RSUs vested and settled in stock in four equal annual installments beginning April 1, 2015.
- (4) The RSUs vest and will be settled in stock in four equal annual installments beginning April 1, 2016.

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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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. hite-space:nowrap">1-212-902-1171 (Prospectus Department), or Morgan Stanley & Co. LLC toll-free at 1-866-718-1649.

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**ORIX Corporation**

**US\$500,000,000 Fixed Rate Senior Debt Securities Due 2027**

Issuer: ORIX Corporation

Expected Security Ratings:\* S&P: A- (negative)  
Fitch: A- (stable)

Format: SEC Registered

Security Type: Senior Debt Securities

Ranking: Direct, unsecured and unsubordinated general obligations of the issuer

Currency: USD

Size: US\$500,000,000

Coupon: 3.700%, Fixed Rate

Net Proceeds before Expenses: US\$496,715,000

Trade Date: July 10, 2017

Settlement Date: July 18, 2017 (T+6)

Maturity: July 18, 2027

Coupon Payment Dates: January 18 and July 18 of each year, beginning on January 18, 2018

Day Count Convention: 30/360 (unadjusted)

Pricing Benchmark: 2.375% due May 15, 2027

Benchmark Spot (Price/Yield): 100 / 2.375%

Spread to Benchmark: T10+135bps

Issue Price: 99.793% of the principal amount

Yield: 3.725%

Business Days: New York, Tokyo

Minimum Denominations: US\$2,000 and integral multiples of US\$1,000 in excess thereof

Listing: None

Billing & Delivering: J.P. Morgan Securities LLC

Joint Bookrunners: J.P. Morgan Securities LLC  
Goldman Sachs & Co. LLC  
Morgan Stanley & Co. LLC

Explanation of Responses:

Co-Managers:

Australia and New Zealand Banking Group Limited

BNP Paribas

Citigroup Global Markets Inc.

Crédit Agricole Corporate and Investment Bank

Daiwa Capital Markets America Inc.

Deutsche Bank AG, London Branch

ING Bank N.V., Singapore Branch

Merrill Lynch, Pierce, Fenner & Smith  
Incorporated

Mizuho Securities USA LLC

Nomura Securities International, Inc.

SMBC Nikko Securities America, Inc.

Standard Chartered Bank

CUSIP: 686330AJ0

ISIN: US686330AJ06

Common Code: 162410369

**\* Note: A security rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension or withdrawal at any time by the assigning rating agencies.**

**This communication is intended for the sole use of the person to whom it is provided by us.**

**The issuer has filed a registration statement (including a base prospectus) and a prospectus supplement (together with the base prospectus, the prospectus ) with the U.S. Securities and Exchange Commission, or SEC, for the offering to which this communication relates. Before you invest, you should read the prospectus and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may obtain these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus, if you request it by calling J.P. Morgan Securities LLC collect at 1-212-834-4533, Goldman Sachs & Co. LLC at 1-212-902-1171 (Prospectus Department), or Morgan Stanley & Co. LLC toll-free at 1-866-718-1649.**