

Marrazzo Jeffrey D
Form 4
January 23, 2019

FORM 4

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

OMB APPROVAL

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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 *
Marrazzo Jeffrey D

(Last) (First) (Middle)

C/O SPARK THERAPEUTICS,
INC., 3737 MARKET STREET,
SUITE 1300

(Street)

PHILADELPHIA, PA 19104

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Spark Therapeutics, Inc. [ONCE]

3. Date of Earliest Transaction
(Month/Day/Year)
01/18/2019

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)
Chief Executive Officer

6. 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 Ownership (Instr. 4)	
				(A) or (D)	Price			
Common Stock	01/18/2019		M	5,000	A	Ⓐ	304,354	D
Common Stock	01/18/2019		F	1,655	D	\$ 45.08	302,699	D
Common Stock	01/18/2019		M	3,750	A	Ⓐ	306,449	D
Common Stock	01/18/2019		F	1,174	D	\$ 45.08	305,275	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)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
Restricted Stock Units	(2)	01/18/2019		M	5,000	(3) (3)	Common Stock	5,000
Restricted Stock Units	(2)	01/18/2019		M	3,750	(4) (4)	Common Stock	3,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Marrazzo Jeffrey D C/O SPARK THERAPEUTICS, INC. 3737 MARKET STREET, SUITE 1300 PHILADELPHIA, PA 19104	X		Chief Executive Officer	

Signatures

/s/ Joseph W. La Barge, attorney-in-fact for Jeffrey D. Marrazzo

01/23/2019

__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) Each restricted stock unit converted into one share of Spark Therapeutics, Inc. common stock.
 - (2) Each restricted stock unit represents a contingent right to receive one share of Spark Therapeutics, Inc. common stock.

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- (3) On January 18, 2017, the reporting person was granted 20,000 restricted stock units that vest in four equal annual installments beginning January 18, 2018. Vested shares will be delivered to the reporting person annually on the vesting date.
- (4) On January 18, 2018, the reporting person was granted 15,000 restricted stock units that vest in four equal annual installments beginning January 18, 2019. Vested shares will be delivered to the reporting person annually on the 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.

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