

GRAY MICHAEL
Form 4
April 20, 2012

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 *
GRAY MICHAEL

(Last) (First) (Middle)
4 MAGUIRE ROAD
(Street)
LEXINGTON, MA 02421

2. Issuer Name and Ticker or Trading Symbol
CURIS INC [CRIS]

3. Date of Earliest Transaction (Month/Day/Year)
04/18/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
COO and CFO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common stock | 04/18/2012 | | M | | 40,423 | A | \$ 1.5 127,036 |
| Common stock | 04/18/2012 | | S ⁽²⁾ | | 40,423 | D | \$ 5.01 86,613 <u>(3)</u> |
| Common stock | 04/19/2012 | | M | | 2,421 | A | \$ 1.5 89,034 |
| Common stock | 04/19/2012 | | S ⁽²⁾ | | 2,421 | D | \$ 5.01 86,613 <u>(3)</u> |

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Qualified stock option (right to buy) | \$ 1.5 | 04/18/2012 | | M | 40,330 | 06/05/2006 ⁽¹⁾ 06/05/2012 ⁽²⁾ | Common stock |
| Non-qualified stock option (right to buy) | \$ 1.5 | 04/18/2012 | | M | 93 | 06/05/2006 ⁽¹⁾ 06/05/2012 ⁽²⁾ | Common stock |
| Qualified stock option (right to buy) | \$ 1.5 | 04/19/2012 | | M | 2,421 | 06/05/2006 ⁽¹⁾ 06/05/2012 ⁽²⁾ | Common stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| GRAY MICHAEL 4 MAGUIRE ROAD LEXINGTON, MA 02421 | | | COO and CFO | |

Signatures

/s/ Michael P.
Gray 04/20/2012

**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).

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- (1) Options vested over a four-year period and became fully vested on June 5, 2006.
- (2) The exercise and sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 9, 2012.
- (3) These shares were sold between \$5.00-\$5.02/share. The Company will provide, upon request, full information regarding the number of shares sold at each separate price.

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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