

Hanley Samantha
Form 4
August 07, 2018

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 *
Hanley Samantha

(Last) (First) (Middle)

ONE MEADOWLANDS PLAZA

(Street)

EAST RUTHERFORD, NJ 07073

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CAMBREX CORP [CBM]

3. Date of Earliest Transaction (Month/Day/Year)
08/06/2018

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)
VP, General Counsel

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|----------------|---|--|-----------------------------------|
| | | | | Code | V Amount Price | | | |
| Common Stock | 08/06/2018 | | M | 2,500 | A \$ 16.905 | 2,500 | D | |
| Common Stock | 08/06/2018 | | M | 2,500 | A \$ 17.81 | 5,000 | D | |
| Common Stock | 08/06/2018 | | M | 3,750 | A \$ 22.495 | 8,750 | D | |
| Common Stock | 08/06/2018 | | M | 12,500 | A \$ 41.355 | 21,250 | D | |
| Common Stock | 08/06/2018 | | M | 6,250 | A \$ 40.65 | 27,500 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|------------------------|-------|---|
| Common Stock | 08/06/2018 | S | 19,900 | D | \$ 62.36 <u>(1)</u> | 7,600 | D |
| Common Stock | 08/06/2018 | S | 7,600 | D | \$ 63.38 <u>(2)</u> | 0 | D |

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

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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. Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 16.905 | 08/06/2018 | | M | 2,500 | <u>(3)</u> 10/28/2020 | Common Stock | 2,500 | |
| Stock Option (right to buy) | \$ 17.81 | 08/06/2018 | | M | 2,500 | <u>(4)</u> 10/22/2021 | Common Stock | 2,500 | |
| Stock Option (right to buy) | \$ 22.495 | 08/06/2018 | | M | 3,750 | <u>(5)</u> 01/28/2022 | Common Stock | 3,750 | |
| Stock Option (right to buy) | \$ 41.355 | 08/06/2018 | | M | 12,500 | <u>(6)</u> 10/21/2022 | Common Stock | 12,500 | |
| Stock Option (right to buy) | \$ 40.65 | 08/06/2018 | | M | 6,250 | <u>(7)</u> 10/26/2023 | Common Stock | 6,250 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hanley Samantha ONE MEADOWLANDS PLAZA EAST RUTHERFORD, NJ 07073 | | | VP, General Counsel | |

Signatures

/s/ Samantha

Hanley

08/07/2018

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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.00 to \$62.95 inclusive. The reporting person undertakes to provide to Cambrex Corporation, any security holder of Cambrex Corporation, or staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Footnote 1 to this Form 4.
 - (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.05 to \$63.68 inclusive. The reporting person undertakes to provide to Cambrex Corporation, any security holder of Cambrex Corporation, or staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Footnote 2 to this Form 4.
 - (3) The option representing a right to purchase 10,000 shares became exercisable in four equal installments beginning October 28, 2014, which was the first anniversary of the date on which the option was granted
 - (4) The option representing a right to purchase 10,000 shares became exercisable in four equal installments beginning October 22, 2015, which was the first anniversary of the date on which the option was granted
 - (5) The option representing a right to purchase 15,000 shares became exercisable in four equal installments beginning January 28, 2016, which was the first anniversary of the date on which the option was granted
 - (6) The option representing a right to purchase 25,000 shares became exercisable in four equal installments beginning October 21, 2016, which was the first anniversary of the date on which the option was granted
 - (7) The option representing a right to purchase 25,000 shares became exercisable in four equal installments beginning October 26, 2017, which was the first anniversary of the date on which the option was granted

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.