

Edgar Filing: Mulroy Robert J. - Form 3

	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Series B Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	26,173	\$ <u>(1)</u>	D	Â
Series C Convertible Preferred Stock	Â <u>(2)</u>	Â <u>(2)</u>	Common Stock	29,019	\$ <u>(2)</u>	D	Â
Series D Convertible Preferred Stock	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	57,143	\$ <u>(3)</u>	I	By Wife
Series E Convertible Preferred Stock	Â <u>(4)</u>	Â <u>(4)</u>	Common Stock	4,657	\$ <u>(4)</u>	I	By Wife
Stock Option (right to buy)	Â <u>(5)</u>	08/02/2012	Common Stock	75,000	\$ 2.19	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	05/08/2013	Common Stock	50,000	\$ 2.19	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	08/30/2014	Common Stock	158,048	\$ 1.25	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	08/30/2014	Common Stock	141,952	\$ 1.25	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	02/02/2015	Common Stock	25,837	\$ 1.25	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	02/02/2015	Common Stock	224,163	\$ 1.25	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	08/03/2015	Common Stock	43,247	\$ 1.71	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	08/03/2015	Common Stock	456,753	\$ 1.71	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	01/23/2017	Common Stock	52,985	\$ 2.47	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	01/23/2017	Common Stock	97,015	\$ 2.47	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	10/04/2017	Common Stock	26,689	\$ 2.59	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	10/04/2017	Common Stock	248,311	\$ 2.59	D	Â
Stock Option (right to buy)	Â <u>(6)</u>	11/04/2019	Common Stock	775,000	\$ 2.12	D	Â
Stock Option (right to buy)	Â <u>(7)</u>	05/02/2021	Common Stock	50,000	\$ 5.54	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mulroy Robert J. C/O MERRIMACK PHARMACEUTICALS, INC. ONE KENDALL SQUARE, SUITE B7201 CAMBRIDGE, MA 02139	X	A	A President and CEO	A

Signatures

/s/ Jeffrey A. Munsie,
attorney-in-fact

02/01/2012

Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 share of Series B Convertible Preferred Stock will automatically convert into approximately 1.5435 shares of Common Stock upon the closing of the issuer's initial public offering. The shares have no expiration date.
 - (2) Each share of Series C Convertible Preferred Stock will automatically convert into one share of Common Stock upon the closing of the issuer's initial public offering. The shares have no expiration date.
 - (3) Each share of Series D Convertible Preferred Stock will automatically convert into one share of Common Stock upon the closing of the issuer's initial public offering. The shares have no expiration date.
 - (4) Each share of Series E Convertible Preferred Stock will automatically convert into one share of Common Stock upon the closing of the issuer's initial public offering. The shares have no expiration date.
 - (5) This option is fully vested.
 - (6) This option vested as to 1/12th of the shares on each of November 5, 2009 and February 1, 2010 and vests in equal quarterly installments thereafter until August 1, 2012.
 - (7) This option vested as to 1/12th of the shares on August 1, 2011 and vests in equal quarterly installments thereafter until May 1, 2014.

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.