

Keegan Mitchell
 Form 3/A
 September 09, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | |
|--|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Keegan Mitchell</p> <p>(Last) (First) (Middle)</p> <p>45 MOULTON STREET</p> <p>(Street)</p> <p>CAMBRIDGE,Â MAÂ 02138</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>09/02/2009</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CURIS INC [CRIS]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Vice-President</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>09/04/2009</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---|---|--|---|
| <p>1. Title of Security</p> <p>(Instr. 4)</p> | <p>2. Amount of Securities Beneficially Owned</p> <p>(Instr. 4)</p> | <p>3. Ownership Form:</p> <p>Direct (D) or Indirect (I)</p> <p>(Instr. 5)</p> | <p>4. Nature of Indirect Beneficial Ownership</p> <p>(Instr. 5)</p> |
|---|---|--|---|

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|--|---|--|---|---|---|
| <p>1. Title of Derivative Security</p> <p>(Instr. 4)</p> | <p>2. Date Exercisable and Expiration Date</p> <p>(Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p> | <p>3. Title and Amount of Securities Underlying Derivative Security</p> <p>(Instr. 4)</p> <p>Title Amount or Number of Shares</p> | <p>4. Conversion or Exercise Price of Derivative Security</p> | <p>5. Ownership Form of Derivative Security:</p> <p>Direct (D) or Indirect (I)</p> <p>(Instr. 5)</p> | <p>6. Nature of Indirect Beneficial Ownership</p> <p>(Instr. 5)</p> |
|--|---|--|---|---|---|

| | | | | | | | |
|--|--------------|------------|-----------------|---------|---------|---|---|
| Qualified stock option (right to buy) | Â <u>(1)</u> | 05/16/2018 | Common Stock | 150,000 | \$ 1.35 | D | Â |
| Qualified stock option (right to buy) | Â <u>(2)</u> | 10/24/2018 | Common Stock | 18,750 | \$ 0.79 | D | Â |
| Qualified stock option (right to buy) | Â <u>(3)</u> | 02/05/2019 | Common Stock | 27,500 | \$ 1.07 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Keegan Mitchell 45 MOULTON STREET CAMBRIDGE, MA 02138 | Â | Â | Â Vice-President | Â |

Signatures

Amanda M. Stastny,
attorney-in-fact

09/09/2009

__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).

Options vest over a period of four years with 25% of the stock options vesting the first anniversary of the grant date, or May 16, 2009, and an additional 6.25% of the shares during each successive three-month period thereafter until the option is fully vested on the fourth

(1) anniversary of the grant date, or May 16, 2012, subject to continued employment. All stock options will expire 10 years from date of grant and the grant date for each option is 10 years prior to the expiration date. 103,125 of these options remain unvested as of September 2, 2009.

(2) Common stock subject to stock option award shall become exercisable on April 24, 2014 or upon the consummation of a collaboration, licensing or other similar agreement regarding the Targeted Cancer Drug Development Platform that includes an up-front cash payment of at least \$10 million. For clarity, the cash payment shall be attributable to a nonrefundable license fee or other similar payment and shall not include an equity investment in Curis and any vesting is subject to continued service with the Curis.

(3) Options vest over a period of four years with 25% of the stock options vesting the first anniversary of the grant date, or February 5, 2010, and an additional 6.25% of the shares during each successive three-month period thereafter until the option is fully vested on the fourth anniversary of the grant date, or February 5, 2013, subject to continued employment. All stock options will expire 10 years from date of grant and the grant date for each option is 10 years prior to the expiration date. All of these options remain unvested as of September 2, 2009.

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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