BELLICUM PHARMACEUTICALS, INC
Form 4
December 23, 2014

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 *
Slawin Kevin M.

(Last) (First) (Middle)

C/O BELLICUM PHARMACEUTICALS, INC., 2130 W. HOLCOMBE BLVD., STE. 800

(Street)

HOUSTON, TX 77030

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BELLICUM PHARMACEUTICALS, INC [BLCM]

3. Date of Earliest Transaction (Month/Day/Year)
12/23/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
CMO and CTO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/23/2014		C		17,135	A	(1)	356,370	I	By the Jordana Slawin 2012 Family Trust (2)
Common Stock	12/23/2014		C		64,310	A	(3)	420,680	I	By the Jordana Slawin 2012 Family Trust

								(2)
Common Stock	12/23/2014	C	41,801	A	(3)	462,481	I	By the Jordana Slawin 2012 Family Trust (2)
Common Stock	12/23/2014	C	16,470	A	(1)	310,587	I	By the Kevin Slawin 2009 Family Trust (4)
Common Stock	12/23/2014	C	56,048	A	(3)	366,635	I	By the Kevin Slawin 2009 Family Trust (4)
Common Stock	12/23/2014	C	36,431	A	(3)	403,066	I	By the Kevin Slawin 2009 Family Trust (4)
Common Stock	12/23/2014	C	16,904	A	(1)	21,805	I	By the 2009 Slawin Family Partnership (5)
Common Stock	12/23/2014	C	65,008	A	(6)	86,813	I	By the 2009 Slawin Family Partnership (5)
Common Stock	12/23/2014	C	15,666	A	(3)	102,479	I	By the 2009 Slawin Family Partnership (5)
Common Stock	12/23/2014	C	10,182	A	(3)	112,661	I	By the 2009 Slawin Family Partnership (5)
Common Stock	12/23/2014	J(7)	2,537	A	(3)	115,198	I	By the 2009 Slawin Family Partnership (5)

Common Stock	12/23/2014		C	22,875	A	(3)	149,639	D
Common Stock	12/23/2014		C	14,868	A	(3)	164,507	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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A Convertible Preferred Stock	(1)	12/23/2014		C			29,130	(1)	(1)	Common Stock	17,135 (8)
Series A Convertible Preferred Stock	(1)	12/23/2014		C			28,000	(1)	(1)	Common Stock	16,470 (8)
Series A Convertible Preferred Stock	(1)	12/23/2014		C			28,737	(1)	(1)	Common Stock	16,904 (8)
Series B Convertible Participating Preferred Stock	(6)	12/23/2014		C			110,514	(6)	(6)	Common Stock	65,008 (8)
Series C Convertible	(3)	12/23/2014		C			38,889	(3)	(3)	Common Stock	22,875 (8)

Preferred Stock								
Series C Convertible Preferred Stock	(3)	12/23/2014	C	109,328	(3)	(3)	Common Stock	64,310 (8)
Series C Convertible Preferred Stock	(3)	12/23/2014	C	95,283	(3)	(3)	Common Stock	56,048 (8)
Series C Convertible Preferred Stock	(3)	12/23/2014	C	26,633	(3)	(3)	Common Stock	15,666 (8)
Series C Convertible Preferred Stock	(3)	12/23/2014	C	25,277	(3)	(3)	Common Stock	14,868 (8)
Series C Convertible Preferred Stock	(3)	12/23/2014	C	71,063	(3)	(3)	Common Stock	41,801 (8)
Series C Convertible Preferred Stock	(3)	12/23/2014	C	61,933	(3)	(3)	Common Stock	36,431 (8)
Series C Convertible Preferred Stock	(3)	12/23/2014	C	17,311	(3)	(3)	Common Stock	10,182 (8)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Slawin Kevin M. C/O BELLICUM PHARMACEUTICALS, INC. 2130 W. HOLCOMBE BLVD., STE. 800 HOUSTON, TX 77030	X	CMO and CTO

Signatures

/s/ Kevin M. Slawin, M.D.	12/23/2014
**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 Series A Convertible Preferred Stock converted into the Issuer's common stock on a 1.7-for-1 basis and had no expiration date.
(2)	The Reporting Person's spouse is trustee of the Jordana Slawin 2012 Family Trust. The Reporting Person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
(3)	The Series C Convertible Preferred Stock converted into the Issuer's common stock on a 1.7-for-1 basis and had no expiration date.
(4)	The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
(5)	The Reporting Person is a managing partner of the 2009 Slawin Family Partnership that owns the reported securities. The Reporting Person has the dispositive power and control over the securities held by such partnership. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
(6)	The Series B Convertible Preferred Stock converted into the Issuer's common stock on a 1.7-for-1 basis and had no expiration date.
(7)	On December 4, 2014, the Board of Directors of the Issuer declared a dividend payable to all holders of records of the Series B Convertible Participating Preferred Stock of the Issuer on December 16, 2014, payable in the form of cash or in shares of Common Stock of the Issuer, at the option of each holder. The dividends occurred in connection with the closing of the Issuer's public offering. The Reporting Person elected to receive the shares of Common Stock.
(8)	Reflects 1.7-for-1 reverse stock split which became effective on December 5, 2014.

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