Knapp Jeffrey H Form 4 December 19, 2012

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Form 5

(Print or Type Responses)

1. Name and Address of Reporting Person \* Knapp Jeffrey H

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

**OMB APPROVAL** 

3235-0287

January 31,

2005

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**OMB** 

Number:

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(Last) (First)

(Middle)

AFFYMAX INC [AFFY]

(Check all applicable)

C/O AFFYMAX, INC., 4001

MIRANDA AVE.

3. Date of Earliest Transaction

(Month/Day/Year) 12/17/2012

Director 10% Owner \_X\_\_ Officer (give title Other (specify below)

(Street)

4. If Amendment, Date Original

Chief Commercial Officer

Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

PALO ALTO, CA 94304

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
_			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	12/17/2012		M	1,047	A	\$ 6.23	14,172	D	
Common Stock	12/17/2012		M	313	A	\$ 7.04	14,485	D	
Common Stock	12/17/2012		M	584	A	\$ 10.99	15,069	D	
Common Stock	12/17/2012		M	1,000	A	\$ 7.99	16,069	D	
Common Stock	12/17/2012		M	3,750	A	\$ 18.84	19,819	D	

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

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SEC 1474

(9-02)

8. I De Sec (In

## $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exerc Expiration D (Month/Day/	ate	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
Stock Option (Right to Buy)	\$ 6.23	12/17/2012		M	1	,047	(3)	07/21/2020	Common Stock	1,047
Stock Option (right to Buy)	\$ 7.04	12/17/2012		M	3	313	<u>(4)</u>	07/10/2021	Common Stock	313
Stock Option (Right to Buy)	\$ 10.99	12/17/2012		M		584	<u>(5)</u>	01/14/2019	Common Stock	584
Stock Option (Right to Buy)	\$ 7.99	12/17/2012		M	1	,000	<u>(6)</u>	01/30/2022	Common Stock	1,000
Stock Option (Right to Buy)	\$ 18.84	12/17/2012		M	3	,750	<u>(7)</u>	07/27/2016	Common Stock	3,750

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Knapp Jeffrey H C/O AFFYMAX, INC. 4001 MIRANDA AVE. PALO ALTO, CA 94304

Chief Commercial Officer

### **Signatures**

/s/ Grace U. Shin, Attorney-in-fact

12/19/2012

\*\*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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) The shares were sold at prices ranging from \$22.12 to \$22.51. The reporting person will provide to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) The award vests on a monthly basis in equal installments during the 48 month period beginning on July 22, 2010.
- (4) The award vests on a monthly basis in equal installments during the 48 month period beginning on July 11, 2011.
- (5) The award vests on a monthly basis in equal installments during the 48 month period beginning on January 1, 2009.
- (6) The award vests on a monthly basis in equal installments during the 48 month period beginning on January 1, 2012.
- (7) Fully vested.

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.

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