

Low Philip S
Form 4
December 19, 2018

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
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Low Philip S

(Last) (First) (Middle)

3000 KENT AVE, SUITE A1-100

(Street)

WEST LAFAYETTE, IN 47906

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ENDOCYTE INC [ECYT]

3. Date of Earliest Transaction
(Month/Day/Year)
12/17/2018

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)

Chief Science Officer

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 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)
Common Stock	12/12/2018		G V	Amount 52,512 (1)	D \$ 0 132,473	I	By Spouse Trust
Common Stock	12/12/2018		G V	52,346 (2)	D \$ 0 269,204	D	
Common Stock	12/17/2018		M	22,759 A	\$ 2.54 292,489 (3)	D	
Common Stock	12/17/2018		M	51,875 A	\$ 3.82 344,364	D	
Common Stock	12/17/2018		M	21,440 A	\$ 9.05 365,804	D	

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Common Stock	12/17/2018	M	2,050	A	\$ 11.8	367,854	D
Common Stock	12/17/2018	M	20,004	A	\$ 3.55	387,858	D
Common Stock	12/17/2018	M	13,082	A	\$ 9.86	400,940	D
Common Stock	12/17/2018	M	9,000	A	\$ 11.11	409,940	D
Common Stock	12/17/2018	M	2	A	\$ 5.1	409,942	D
Common Stock	12/17/2018	M	2	A	\$ 3.18	409,944	D

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

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(9-02)

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
Stock Option (right to buy)	\$ 2.54	12/17/2018		M		22,759		<u>(4)</u>	03/05/2019	Common Stock	22,759
Stock Option (right to buy)	\$ 3.82	12/17/2018		M		51,875		<u>(4)</u>	02/11/2020	Common Stock	51,875
Stock Option (right to buy)	\$ 9.05	12/17/2018		M		21,440		<u>(4)</u>	04/14/2021	Common Stock	21,440
	\$ 11.8	12/17/2018		M		2,050		(4)	05/26/2021		2,050

Stock option (right to buy)								Common Stock	
Stock option (right to buy)	\$ 3.55	12/17/2018	M	20,004	<u>(4)</u>	02/28/2022	Common Stock	20,004	
Stock option (right to buy)	\$ 9.86	12/17/2018	M	13,082	<u>(4)</u>	02/19/2023	Common Stock	13,082	
Stock option (right to buy)	\$ 11.11	12/17/2018	M	9,000	<u>(4)</u>	02/06/2024	Common Stock	9,000	
Stock option (right to buy)	\$ 5.1	12/17/2018	M	2	<u>(4)</u>	02/04/2025	Common Stock	2	
Stock option (right to buy)	\$ 3.18	12/17/2018	M	2	<u>(5)</u>	02/04/2026	Common Stock	2	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Low Philip S 3000 KENT AVE, SUITE A1-100 WEST LAFAYETTE, IN 47906	X		Chief Science Officer	

Signatures

/s/ Michael A. Sherman, Attorney-in-Fact for Philip S. Low (power of attorney previously filed) 12/19/2018

**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) Represents gifts of 52,512 shares by Spouse Trust to non-profit organizations.
- (2) Represents a gift of 52,346 shares to a non-profit organization.
- (3) Includes 526 shares acquired under the 2010 Endocyte, Inc. Employee Stock Purchase Plan on December 14, 2018.
- (4) The option is fully vested and immediately exercisable.

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(5) Shares subject to this option vest 1/4 annually over a period of four years beginning February 4, 2017.

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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