

Raptor Pharmaceutical Corp  
 Form 4  
 February 20, 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 \*  
 STARR CHRISTOPHER M

(Last) (First) (Middle)

C/O RAPTOR  
 PHARMACEUTICAL CORP., 5  
 HAMILTON LANDING, SUITE  
 160

(Street)

NOVATO, CA 94949

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Raptor Pharmaceutical Corp [RPTP]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/18/2014

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 Executive 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 (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |
| Common Stock                    | 02/18/2014 <sup>(1)</sup>            |  | M                              | 15,000  | A   | \$ 2.97  | 714,370 D   |
| Common Stock                    | 02/18/2014 <sup>(1)</sup>            |  | M                              | 10,000  | A   | \$ 3.54  | 724,370 D   |
| Common Stock                    | 02/18/2014 <sup>(1)</sup>            |  | S                              | 25,000  | D   | \$ 15.2618   | 699,370 D   |
|                                 |                                      |  |                                |   |   | <sup>(4)</sup>   |   |

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock options (right to buy)               | \$ 2.97  | 02/18/2014 <sup>(1)</sup>            |  | M                              | 15,000  | <sup>(3)</sup> 10/11/2020                                | Common Stock  | 15,000                        |
| Stock options (right to buy)               | \$ 3.54  | 02/18/2014 <sup>(1)</sup>            |  | M                              | 10,000  | <sup>(2)</sup> 11/21/2020                                | Common Stock  | 10,000                        |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| STARR CHRISTOPHER M<br>C/O RAPTOR PHARMACEUTICAL CORP.<br>5 HAMILTON LANDING, SUITE 160<br>NOVATO, CA 94949 | X             |           | Chief Executive Officer |       |

## Signatures

/s/ Mark Jones, Raptor Pharmaceutical Corp.,  
Attorney-in-Fact

02/20/2014

\*\*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) Transaction made pursuant to a 10b5-1 trading plan adopted by the Reporting Person on August 13, 2013.

(2) Fully vested and exercisable.

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- (3) Stock options vest starting on September 1, 2010, 6/48ths on February 28, 2011 and 1/48th per month thereafter.

This transaction was executed in multiple trades at prices ranging from \$15.01 to \$15.42. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide, upon request, to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (4) The shares listed as owned in column 9 represents the total shares outstanding for this option grant. The previous report reported only a portion of the grant which should have consisted of both the ISO and NQSO shares granted pursuant to the ISO \$100,000 limitation rule. This total now reflects the total options outstanding under this grant. No changes have been made to the original options granted.

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.