

AERIE PHARMACEUTICALS INC  
 Form 4  
 February 16, 2017

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
**DUYK GEOFFREY M**

2. Issuer Name and Ticker or Trading Symbol  
**AERIE PHARMACEUTICALS INC [AERI]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/14/2017

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

C/O TPG GLOBAL, LLC, 301  
 COMMERCE STREET, SUITE  
 3300

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

FORT WORTH, TX 76102

(City) (State) (Zip)

**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			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 Ownership (Instr. 4)	
			Code	V	Amount					(A) or (D)
Common Stock	02/14/2017		M		6,667	A	\$ 19.5	10,067	D	
Common Stock	02/14/2017		F		2,770	D	\$ 46.95	7,297	D	
Common Stock	02/14/2017		M		10,000	A	\$ 32.3	17,297	D	
Common Stock	02/14/2017		F		6,880	D	\$ 46.95	10,417	D	
	02/14/2017		M		13,500	A	\$ 17.55	23,917	D	

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Common Stock							
Common Stock	02/14/2017		F	5,047	D	\$ 46.95	18,870 D
Common Stock	02/14/2017		M	28,000	A	\$ 3.15	46,870 D
Common Stock	02/14/2017		F	1,879	D	\$ 46.95	44,991 D
Common Stock	02/14/2017		S	20,795	D	\$ <u>(1)</u> 46.4563	24,196 D
Common Stock	02/15/2017		S	20,796	D	\$ <u>(2)</u> 46.8089	3,400 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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 19.5	02/14/2017		M	6,667	<u>(3)</u> 06/08/2026	Common Stock	6,667
Stock Option (right to buy)	\$ 32.3	02/14/2017		M	10,000	<u>(4)</u> 04/10/2025	Common Stock	10,000
Stock Option (right to buy)	\$ 17.55	02/14/2017		M	13,500	<u>(5)</u> 06/11/2024	Common Stock	13,500

