### Edgar Filing: Chione Ltd - Form 4

Chione Ltd Form 4 July 25, 2018 <b>FORM 4</b> 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.							OMB AP OMB Number: Expires: Estimated av burden hours response	3235-0287 January 31, 2005 verage			
<i>See</i> Instruction 30(h) of the Investment Company Act of 1940 1(b).											
(Print or Type Responses)											
Chione Ltd Symbol			nbol Iss ryopharm Therapeutics Inc.				Relationship of Reporting Person(s) to suer (Check all applicable)				
(Last) (First) (Middle) 3. Date of			te of Earliest Tr th/Day/Year)	of Earliest Transaction Day/Year)				DirectorX10% Owner Officer (give title Other (specify ow) below)			
				Month/Day/Year) App				Individual or Joint/Group Filing(Check plicable Line) _ Form filed by One Reporting Person _ Form filed by More than One Reporting			
(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)	e 2A. Deemed	3. e, if Transact Code	3. 4. Securities Acquired ( Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
COMMON STOCK	07/23/2018		Code V S	<sup>7</sup> Amount 20,000	or (D) D	Price \$ 18.6611 (1) (2)	(Instr. 3 and 4) 8,353,178 (3) $(4)$ $(5)$				
COMMON STOCK	07/24/2018		S	9,144	D	\$ 18.6288 (1) (2)	8,344,034 (3) (4) (5)	D			
COMMON STOCK	07/25/2018		S	895	D	\$ 18.5151 ( <u>1)</u> ( <u>2)</u>	8,343,139 (3) (4) (5)	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)	4. Transactio Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Chione Ltd SIMOU MENARDOU 5, KIFISIA COURT, OFFICE 225 6015 LARNACA, G4 CY		Х				
Czernik Marcin SIMOU MENARDOU 5, KIFISIA COURT, OFFICE 225 6015 LARNACA, G4 00000		Х				
Hadjimichael Andreas SIMOU MENARDOU 5, KIFISIA COURT, OFFICE 225 6015 LARNACA, G4 00000		Х				
Hadjimichael George SIMOU MENARDOU 5, KIFISIA COURT, OFFICE 225 6015 LARNACA, G4 00000		Х				
Smolokowski Wiaczeslaw CHALET LENOTCHKA CH.DE BARNOUD 1885 CHESIERES SWITZERLAND, G4 00000		Х				

# Signatures

/s/ Chione Limited, by /s/ Simon Prisk, as attorney-in fact by power of attorney					
**Signature of Reporting Person	Date				
/s/ Marcin Czernik, by /s/ Simon Prisk, as attorney-in fact by power of attorney					
**Signature of Reporting Person	Date				
/s/ Andreas Hadjimichael, by /s/ Simon Prisk, as attorney-in fact by power of attorney	07/25/2018				
**Signature of Reporting Person	Date				
/s/ George Hadjimichael, by /s/ Simon Prisk, as attorney-in fact by power of attorney					
**Signature of Reporting Person	Date				
/s/ Wiaczeslaw Smolokowski, by /s/ Simon Prisk, as attorney-in fact by power of					
attorney	07/25/2018				
**Signature of Reporting Person	Date				

# **Explanation of Responses:**

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

purpose, a member of a group with respect to the issuer or securities of the issuer.

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The prices reported in Column 4 are weighted average prices. The shares were sold on 07/23/2018 at prices ranging from \$18.47 to
 (1) \$18.91, inclusive, on 07/24/2018 at prices ranging from \$18.6 to \$18.72, inclusive, and on 07/25/2018 at prices ranging from \$18.5 to \$18.59, inclusive.

The reporting persons undertake to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange
 (2) Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote 1 above.

Shares of Common Stock are owned directly by Chione Limited ("Chione"). Chione's directors, Marcin Czernik, Andreas

(3) Hadjimichael and George Hadjimichael, may be deemed to share voting and investment power and beneficial ownership of the shares of Common Stock directly owned by Chione. Wiaczeslaw Smolokowski, the sole shareholder of Chione, may also be deemed to share voting and investment power and beneficial ownership of the shares of Common Stock directly owned by Chione.

Each reporting person states that neither the filing of this Form 4 nor anything herein shall be deemed an admission that such person or any other person is, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Act"), or otherwise, the

(4) any other person is, for purposes of section to of the securities Exchange Act of 1955, as antended (the Act ), of otherwise, in beneficial owner of any securities covered by this Form 4. Beneficial ownership of the securities covered by this statement is disclaimed.

Each reporting person may be deemed to be a member of a group with respect to the issuer or securities of the issuer for purposes of Section 13(d) or 13(g) of the Act. Each reporting person declares that neither the filing of this Form 4 nor anything herein shall be construed as an admission that such person or any other person is, for the purposes of Section 13(d) or 13(g) of the Act or any other

#### **Remarks:**

(5)

Exhibit Index Exhibit 24.1 - Power of Attorney, dated February 2, 2018, made by Marcin Czernik and Chione Limited in favo

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.