

Casciano Anthony
Form 3
April 05, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Casciano Anthony

(Last) (First) (Middle)

C/O AMAG
PHARMACEUTICALS,
INC.,Â 1100 WINTER STREET

(Street)

WALTHAM,Â MAÂ 02451

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/04/2019

3. Issuer Name and Ticker or Trading Symbol

AMAG PHARMACEUTICALS INC. [AMAG]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

___ Director ___ 10% Owner

X Officer ___ Other
(give title below) (specify below)

Chief Commercial Officer

6. Individual or Joint/Group

Filing(Check Applicable Line)
X Form filed by One Reporting
Person

___ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

45,852 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â <u>(2)</u>	09/06/2026	Common Stock	20,000	\$ 24.18	D	Â
Stock Option (Right to Buy)	Â <u>(3)</u>	02/23/2027	Common Stock	8,000	\$ 23.75	D	Â
Stock Option (Right to Buy)	Â <u>(4)</u>	03/02/2028	Common Stock	18,000	\$ 21	D	Â
Stock Option (Right to Buy)	Â <u>(5)</u>	10/11/2028	Common Stock	8,000	\$ 21.6	D	Â
Stock Option (Right to Buy)	Â <u>(6)</u>	02/25/2029	Common Stock	16,156	\$ 15.57	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Casciano Anthony C/O AMAG PHARMACEUTICALS, INC. 1100 WINTER STREET WALTHAM, MA 02451	Â	Â	Â Chief Commercial Officer	Â

Signatures

Nancy R. Smith,
attorney-in-fact

04/05/2019

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 43,244 shares of unvested restricted stock options ("RSUs"), each of which represents a contingent right to receive one share of common stock of AMAG Pharmaceuticals, Inc. (the "Issuer").
- (2) Grant of stock options pursuant to the Issuer's Third Amended and Restated 2007 Equity Incentive Plan (as amended, the "Plan"). The initial option award provided for the vesting of four equal annual installments with the final vesting date to occur on September 6, 2020.
Grant of stock options pursuant to the Plan. The initial option award provided for vesting over four years after the grant date as follows:
- (3) (i) 25% on the first anniversary of the grant date and (ii) the balance vesting in equal quarterly installments over the next three years thereafter with the final vesting date to occur on February 23, 2021.
Grant of stock options pursuant to the Plan. The initial option award provided for vesting over four years after the grant date as follows:
- (4) (i) 25% on the first anniversary of the grant date and (ii) the balance vesting in equal quarterly installments over the next three years thereafter with the final vesting date to occur on March 2, 2022.
Grant of stock options pursuant to the Plan. The initial option award provided for vesting over four years after the September 4, 2018 (the
- (5) "Vesting Date") date as follows: (i) 25% on the first anniversary of the Vesting Date and (ii) the balance vesting in equal quarterly installments over the next three years thereafter with the final vesting date to occur on September 4, 2022.
- (6) Grant of stock options pursuant to the Plan. The initial option award provided for vesting over four years after the grant date as follows: (i) 25% on the first anniversary of the grant date and (ii) the balance vesting in equal quarterly installments over the next three years

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thereafter with the final vesting date to occur on February 25, 2023.

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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