

Edgar Filing: Edge Therapeutics, Inc. - Form 144

Edge Therapeutics, Inc.
Form 144
August 28, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 144
NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

OMB APPROVAL
OMB 3235-0101
Number:
Expires: June 30,
2020
Estimated average burden
hours per 1.00
response
SEC USE ONLY

DOCUMENT
SEQUENCE NO.

CUSIP NUMBER

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1 (a) NAME OF ISSUER (Please type or print) (b) IRS IDENT. NO. (c) S.E.C. FILE NO.

Edge Therapeutics, Inc.

26-4231384

333-206416

1 (d) ADDRESS OF STREET
ISSUER

CITY

STATE ZIP
CODE

300 Connell Drive Suite 4000

Berkeley
Heights

NJ 07922

(e) TELEPHONE NO.

AREA NUMBER
CODE

800 208-3343

2 (a) NAME OF
PERSON FOR
WHOSE ACCOUNT
THE SECURITIES
ARE TO BE SOLD

(b) RELATIONSHIP TO
ISSUER

(c) ADDRESS STREET CITY

STATE ZIP CODE

Albert N Marchio II Officer

PO Box 601, 211 Main
St.

Gladstone NJ

07934-0601

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

| 3 (a) | (b) | SEC USE ONLY | (c) | (d) | (e) | (f) | (g) |
|-----------------------|---|---------------------------|------------------|------------------------|------------------|--------------------------|-------------------------|
| Title of the Class of | Name and Address of Each Broker Through Whom the Securities are | Broker-Dealer File Number | Number of Shares | Aggregate Market Value | Number of Shares | Approximate Date of Sale | Name of Each Securities |

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| Securities To Be Sold | to be Offered or Each Market Maker who is Acquiring the Securities | or Other Units To Be Sold (See instr. 3(c)) | (See instr. 3(d)) | or Other Units Outstanding (See instr. 3(e)) | (See instr. 3(f)) | DAY YR.) | Exchange (See instr. 3(g)) |
|-----------------------|---|---|-------------------|--|-------------------|----------|----------------------------|
| Common stock | Credit Suisse Securities (USA) LLC Eleven Madison Avenue, 9th Floor New York, NY 10010-3629 | 1,000 | \$10,393 | 5,861 | 08/23/2017 | | Nasdaq |
| Common stock | Computershare 480 Washington Blvd., 26th Floor Jersey City, NJ 07310 | 2,500 | \$26,260 | 3,361 | 08/29/2017 | | Nasdaq |

INSTRUCTIONS:

1. (a) Name of issuer
 - (b) Issuer's I.R.S. Identification Number
 - (c) Issuer's S.E.C. file number, if any
 - (d) Issuer's address, including zip code
 - (e) Issuer's telephone number, including area code
 2. (a) Name of person for whose account the securities are to be sold
Such person's relationship to the issuer (e.g.,
 - (b) officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
 - (c) Such person's address, including zip code
 3. (a) Title of the class of securities to be sold
 - (b) Name and address of each broker through whom the securities are intended to be sold
 - (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
 - (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to filing of this notice
Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
 - (e) Approximate date on which the securities are to be sold
 - (f) Name of each securities exchange, if any, on which the securities are intended to be sold
 - (g) Name of each securities exchange, if any, on which the securities are intended to be sold
- 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 control number.

SEC 1147
(08-07)

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| Title of the Class | Date you Acquired | Nature of Acquisition Transaction | Name of Person from Whom Acquired (If gift, also give date donor acquired) | Amount of Securities Acquired | Date of Payment | Nature of Payment |
|--------------------|-------------------|---|---|-------------------------------|-----------------|-------------------|
| Common Stock | 10/6/2015 | Acquired 1,000 shares at IPO | Edge Therapeutics, Inc. | 1,000 | 10/1/15 | Wire |
| Preferred stock | 11/3/2014 | Acquired 5,681 shares of preferred stock, which subsequently converted into common shares on a one to one basis | Edge Therapeutics, Inc. | 5,681 | 10/6/2014 | Check |

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

| Name and Address of Seller | Title of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|----------------------------|--------------------------|--------------|---------------------------|----------------|
| | None | | | None |

REMARKS:

INSTRUCTIONS:

See the definition of “person” in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

8/28/2017

/s/ Albert N Marchio II

REMARKS:

DATE OF NOTICE

(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF RELYING ON
RULE 10B5-1

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

SEC 1147 (02-08)

REMARKS: