SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Add <u>Medve Rob</u>	2. Date of Event Requiring Stater (Month/Day/Yea 04/04/2012	nent		3. Issuer Name and Ticker or Trading Symbol <u>NEKTAR THERAPEUTICS</u> [NKTR]						
(Last) (First) (Middle) 455 MISSION BAY BOULEVARD SOUTH					(Check	tionship of Reporting Pers all applicable) Director Officer (give title	on(s) to Issue 10% Owne Other (spe	er (N	/onth/Day/Year)	ate of Original Filed
(Street)					below) Chief Medical (below)	· [0.	pplicable Line)	/Group Filing (Check y One Reporting Person	
SAN FRANCISCO	CA	94158								y More than One
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)	
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 Securi Underlying Derivative Securit			4. Conversio or Exercis	se Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratio Date	n Title		Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option		(1)	03/30/201	9	Common Stock	76,500	9.47	D		
Employee Stock Option		(2)	06/12/201	9	Common Stock	23,500	7.55	D		
Employee Stock Option		(3)	02/07/2020	0	Common Stock	75,000	7.21	D		
Employee Stock Option		(4)	02/07/202	0	Common Stock	75,000	7.21	D		

Explanation of Responses:

1. This option was granted on March 31, 2011 and vests as to 25% of the option on the first anniversary of the grant date and as to the remaining 75% of the option in monthly installments over the three-year period thereafter.

2. This option was granted on June 13, 2011 and vests in monthly installments over the four-year period following the grant date.

3. This option was granted on February 8, 2012 and vests in monthly installments over the four-year period following the grant date.

4. This option was granted on February 8, 2012 and is subject to both time-based vesting and performance-based vesting conditions, both of which must be met before the option becomes vested and exerciseable. Under the time-based vesting requirement, the option vests in monthly installments over the four-year period following the grant date. The performance-based vesting condition will be met only if Nektar (or a licensee), within 5 years following the grant date, files a new drug registration with the U.S. FDA or the European Medicines Agency for a significant drug candidate program.

Gil M. Labrucherie	04/11/2012		
** Signature of Reporting Person	Date		

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.