

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)

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

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

(Street)

WALTHAM,Â MAÂ 02451

(City) (State) (Zip)

### 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 <sup>(1)</sup>

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  
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### 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<br>Exercisable | Expiration<br>Date | Title        | Amount or<br>Number of<br>Shares | Security | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |   |
|-----------------------------|---------------------|--------------------|--------------|----------------------------------|----------|--|---|
| Stock Option (Right to Buy) | Â (2)               | 09/06/2026         | Common Stock | 20,000                           | \$ 24.18 | D  | Â |
| Stock Option (Right to Buy) | Â (3)               | 02/23/2027         | Common Stock | 8,000                            | \$ 23.75 | D  | Â |
| Stock Option (Right to Buy) | Â (4)               | 03/02/2028         | Common Stock | 18,000                           | \$ 21    | D  | Â |
| Stock Option (Right to Buy) | Â (5)               | 10/11/2028         | Common Stock | 8,000                            | \$ 21.6  | D  | Â |
| Stock Option (Right to Buy) | Â (6)               | 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<br>C/O AMAG PHARMACEUTICALS, INC.<br>1100 WINTER STREET<br>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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