

BIOMARIN PHARMACEUTICAL INC
 Form 4
 February 26, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
 Davis George Eric

2. Issuer Name and Ticker or Trading Symbol
 BIOMARIN PHARMACEUTICAL INC [BMRN]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 EVP, General Counsel

(Last) (First) (Middle)
 C/O BIOMARIN PHARMACEUTICAL INC., 770 LINDARO ST.

3. Date of Earliest Transaction (Month/Day/Year)
 02/24/2016

(Street)
 SAN RAFAEL, CA 94901

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

(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) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------|---|
| | | | Code | V | Amount or Price (A) or (D) | | | | |
| Common Stock | 02/24/2016 ⁽¹⁾ | | A | | 6,860 (2) (3) | A | \$ 0 (4) | 72,854 | D |
| Common Stock | 02/24/2016 ⁽¹⁾ | | A | | 19,840 (3) (5) | A | \$ 0 (4) | 92,694 | D |
| Common Stock | 02/24/2016 ⁽¹⁾ | | A | | 5,328 (6) (7) | A | \$ 0 (4) | 98,022 | D |

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

Persons who respond to the collection of information contained in this form are not

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required to respond unless the form displays a currently valid OMB control number.

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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Davis George Eric
C/O BIOMARIN PHARMACEUTICAL INC.
770 LINDARO ST.
SAN RAFAEL, CA 94901

EVP, General Counsel

Signatures

/s/ Laura Randall Woodhead,
Attorney-in-Fact

02/26/2016

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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) Transaction Date is the date that the Issuer's Board of Directors' Compensation Committee certified that the reporting person earned the Restricted Stock Units (RSUs), which are convertible into shares of the Issuer's Common Stock on a 1:1 basis.

Represents (A) the total number of RSUs earned for satisfaction of one of the performance conditions (approval of Vimizin in the U.S. or EU prior to December 31, 2015) set forth in the performance-based RSU awards previously granted under the Issuer's 2006 Share

(2) Incentive Plan, using the final Total Shareholder Return (TSR) as of December 31, 2015, less (B) the number of RSUs previously reported on Form 4 on February 19, 2014 as earned for satisfaction of the same performance condition determined using a lower, estimated TSR.

Although earned, the RSUs only vest on the date of filing of the Issuer's Form 10-K for the fiscal year ended December 31, 2015, so long

(3) as the reporting person remains continuously employed with the Issuer through that date, subject to earlier vesting upon certain corporate events.

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- (4) Price is not applicable to the RSUs.

Represents the total number of RSUs earned for satisfaction of one of the performance conditions (Issuers's total revenue for the calendar year 2015, as certified by the Issuer's audited financials, equals or exceeds \$775 million) set forth in the performance-based RSU awards previously granted under the Issuer's 2006 Share Incentive Plan using the final TSR as of December 31, 2015.

- (5) Represents the total number of RSUs earned pursuant to a calculation based on the level of the Issuer's total adjusted revenues for the fiscal year ended December 31, 2015, as certified by its audited financials, set forth in the performance-based RSU awards previously granted under the Issuer's 2006 Share Incentive Plan.
- (6) Represents the total number of RSUs earned pursuant to a calculation based on the level of the Issuer's total adjusted revenues for the fiscal year ended December 31, 2015, as certified by its audited financials, set forth in the performance-based RSU awards previously granted under the Issuer's 2006 Share Incentive Plan.

Although earned, the RSUs only vest according to the following schedule: 1/3 vests on each of March 3, 2016, 2017 and 2018, so long as the reporting person remains continuously employed with the Issuer through that date, subject to earlier vesting upon certain corporate events.

- (7) Although earned, the RSUs only vest according to the following schedule: 1/3 vests on each of March 3, 2016, 2017 and 2018, so long as the reporting person remains continuously employed with the Issuer through that date, subject to earlier vesting upon certain corporate events.

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.