

Raptor Pharmaceutical Corp
 Form 4
 October 03, 2014

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 *
 Hyperion Trading Segregated Portfolio

(Last) (First) (Middle)

C/O TMF LTD. GRAND PAVILLION COMM. CTR, 2ND FL., 802 WEST BAY ROAD, PO BOX 10338

(Street)

GRAND CAYMAN, E9 KY1-1003

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Raptor Pharmaceutical Corp [RPTP]

3. Date of Earliest Transaction (Month/Day/Year)
 08/14/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

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 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 Indirect Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock, par value \$0.001 per share <u>(1)</u> <u>(2)</u> | 08/14/2013 | | S | 15,000 | D \$ 10.7 | 6,219,000 | D |
| Common Stock, par value \$0.001 per share <u>(1)</u> <u>(2)</u> | 08/15/2013 | | S | 15,000 | D \$ 11.03 | 6,204,000 | D |

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| | | | | | | | |
|--|------------|---|--------|---|-------------|-----------|---|
| Common Stock, par value | 08/16/2013 | S | 15,000 | D | \$ 11.5 | 6,189,000 | D |
| \$0.001 per share <u>(1)</u> <u>(2)</u> | | | | | | | |
| Common Stock, par value | 08/19/2013 | S | 15,000 | D | \$ 11.51 | 6,174,000 | D |
| \$0.001 per share <u>(1)</u> <u>(2)</u> | | | | | | | |
| Common Stock, par value | 08/20/2013 | S | 55,000 | D | \$ 12.05 | 6,119,000 | D |
| \$0.001 per share <u>(1)</u> <u>(2)</u> <u>(3)</u> | | | | | | | |
| Common Stock, par value | 08/21/2013 | S | 25,000 | D | \$ 12.25 | 6,094,000 | D |
| \$0.001 per share <u>(1)</u> <u>(2)</u> <u>(4)</u> | | | | | | | |
| Common Stock, par value | 08/22/2013 | S | 65,000 | D | \$ 12.64 | 6,029,000 | D |
| \$0.001 per share <u>(1)</u> <u>(2)</u> <u>(5)</u> | | | | | | | |
| Common Stock, par value | 08/23/2013 | S | 74,300 | D | \$ 13.15 | 5,954,700 | D |
| \$0.001 per share <u>(1)</u> <u>(2)</u> <u>(6)</u> | | | | | | | |

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

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(9-02)

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, | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Pr Deri Secu (Inst |
|---|--|---|---|--------------------------------------|--|--|---|--------------------------------|
|---|--|---|---|--------------------------------------|--|--|---|--------------------------------|

and 5)

| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|---|-------------------------|------------|------------|--------------------|---|-----|-----|------------------|-----------------|---|----------------------------|
| Contracts for Difference ⁽⁷⁾ | \$ 12.29 ⁽⁸⁾ | 08/23/2013 | 08/23/2013 | J/K ⁽⁸⁾ | | | 700 | ⁽⁸⁾ | ⁽⁸⁾ | Common Stock, par value \$0.001 per share | 700 \$ 12.29 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Hyperion Trading Segregated Portfolio C/O TMF LTD. GRAND PAVILLION COMM. CTR 2ND FL., 802 WEST BAY ROAD, PO BOX 10338 GRAND CAYMAN, E9 KY1-1003 | | | X | |

Signatures

/s/ David P.M. Blair and Richard A. Reinert 08/19/2014

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⁽⁷⁾ ⁽⁸⁾

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) The shares of common stock, \$0.001 par value per share (the "Common Shares"), of Raptor Pharmaceutical Corp., a Delaware corporation (the "Company"), reported herein were held by Hyperion Trading Segregated Portfolio (the "Reporting Person"), a segregated portfolio of Strategic Investment Tribes Fund SPC, a Cayman Islands exempted company registered as a segregated portfolio company, managed by Sequoia Asset Management S.A., a company organized under the laws of Switzerland ("Sequoia").
- (2) The Common Shares and Contracts for Difference ("CFDs", and together with the Common Shares, the "Securities") reported herein represent transactions undertaken by the Reporting Person. Pursuant to Reg. Section 240.16a-1(a)(1), Sequoia, as the investment manager of the Reporting Person, is not deemed a beneficial owner of the Securities held by the Reporting Person or any other account managed by Sequoia. In the event that Sequoia is deemed a beneficial owner of the Securities held by the Reporting Person or any other account managed by Sequoia, pursuant to Reg. Section 240.16a-1(a)(2), its beneficial ownership is limited to its pecuniary interest, if any, in such Securities.
- (3) This price represents the weighted average purchase sale of the Common Shares on August 20, 2013, which were sold in multiple transactions ranging from \$11.78 to \$12.30, inclusive.
- (4) This price represents the weighted average purchase sale of the Common Shares on August 21, 2013, which were sold in multiple transactions ranging from \$12.15 to \$12.40, inclusive.
- (5) This price represents the weighted average purchase sale of the Common Shares on August 22, 2013, which were sold in multiple transactions ranging from \$12.42 to \$12.90, inclusive.
- (6) This price represents the weighted average purchase sale of the Common Shares on August 23, 2013, which were sold in multiple transactions ranging from \$12.75 to \$13.50, inclusive.
- (7) Agreement to sell the difference between purchase price and market value upon conversion.

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- (8) On August 23, 2013, pursuant to an agreement between the Reporting Person and a securities broker (the "Issuer of the CFDs"), the Reporting Person converted 700 CFDs for \$9,030.00, representing a conversion price of \$12.90 per CFD, offset by \$4,361.00, representing \$6.23 per CFD (the purchase price of the CFD). The CFDs do not grant voting rights or dispositive rights over the Common Shares.

Remarks:

1. The Reporting Person undertakes to provide to the Company, any security holder of the Company, or the Staff of the Secur

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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