

Spark Therapeutics, Inc.  
Form 4  
February 05, 2015

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
Children's Hospital of Philadelphia Foundation

(Last) (First) (Middle)

3737 MARKET STREET, SUITE 1300

(Street)

PHILADELPHIA, PA 19104

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Spark Therapeutics, Inc. [ONCE]

3. Date of Earliest Transaction (Month/Day/Year)  
02/04/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director  10% Owner  
\_\_\_\_ Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/04/2015		C		1,000,000	A	① 5,943,629
Common Stock	02/04/2015		C		2,795,031	A	② 8,738,660
Common Stock	02/04/2015		C		61,552	A	③ 8,800,212
Common Stock	02/04/2015		P		100,000	A	\$ 23 8,900,212

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

SEC 1474  
(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, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
Series A Preferred Stock	<u>(1)</u>	02/04/2015		C	1,000,000	<u>(1)</u> <u>(1)</u>	Common Stock 1,000,000
Series B Preferred Stock	<u>(2)</u>	02/04/2015		C	2,795,031	<u>(2)</u> <u>(2)</u>	Common Stock 2,795,031
Accrued Preferred Stock Dividends	<u>(3)</u>	02/04/2015		C	61,552	<u>(3)</u> <u>(3)</u>	Common Stock 61,552

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

Children's Hospital of Philadelphia Foundation  
3737 MARKET STREET  
SUITE 1300  
PHILADELPHIA, PA 19104

X

## Signatures

Jeffrey D. Kahn, Attorney-In-Fact for The Children's Hospital of Philadelphia Foundation

02/04/2015

\*\*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) Shares of Series A Preferred Stock automatically converted into shares of the Common Stock on a one-for-one basis without payment of further consideration upon the closing of the Issuer's initial public offering on February 4, 2015.

## Edgar Filing: Spark Therapeutics, Inc. - Form 4

- (2) Shares of Series B Preferred Stock automatically converted into shares of the Common Stock on a one-for-one basis without payment of further consideration upon the closing of the Issuer's initial public offering on February 4, 2015.

- Paid-in-kind dividends declared and paid on the Series A Preferred Stock and Series B Preferred Stock automatically converted into
- (3) shares of Common Stock on a one-for-one basis without payment of further consideration upon the closing of the issuer's initial public offering on February 4, 2015.

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.