

ACORDA THERAPEUTICS INC

Form 4

November 15, 2012

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
PANEM SANDRA PHD

2. Issuer Name **and** Ticker or Trading
Symbol
ACORDA THERAPEUTICS INC
[ACOR]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
420 SAW MILL RIVER ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/13/2012

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

ARDSLEY, NY 10502

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/13/2012		M		1,282	A	\$ 12.48	4,194	D	
Common Stock	11/13/2012		S		1,282	D	\$ 24.11 ⁽¹⁾	2,912	D	
Common Stock	11/13/2012		M		1,287	A	\$ 18.65	4,199	D ⁽²⁾	
Common Stock	11/13/2012		M		10,000	A	\$ 18.21	14,199	D ⁽²⁾	
Common Stock	11/13/2012		M		10,000	A	\$ 20.16	24,199	D ⁽²⁾	

Edgar Filing: ACORDA THERAPEUTICS INC - Form 4

Common	11/13/2012		\$			
Stock		S	21,287	D	24.12	2,912
					(3)	D (2)

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Employee Stock Option	\$ 12.48	11/13/2012		M		1,282		<u>(4)</u>	03/06/2013	Common Stock	1,282
Non-Employee Stock Option	\$ 18.65	11/13/2012		M		1,287		<u>(5)</u>	12/01/2016	Common Stock	1,287
Non-Employee Stock Option	\$ 18.21	11/13/2012		M		10,000		<u>(6)</u>	08/06/2017	Common Stock	10,000
Non-Employee Stock Option	\$ 20.16	11/13/2012		M		10,000		<u>(7)</u>	05/21/2018	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
PANEM SANDRA PHD 420 SAW MILL RIVER ROAD ARDSLEY, NY 10502	X

Signatures

/s/ Sandra
Panem 11/15/2012

**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).

The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$24.10 to

- (1) \$24.14 per share. The reporting person will provide to the issuer, any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

Pursuant to a contractual arrangement between the reporting person and Cross Atlantic Partners, Inc., the reporting person disclaims

- (2) beneficial ownership of these stock options and the corresponding 21,287 shares in the aggregate that were issued from the exercise of these options and were sold by the reporting person as reported on this form.

The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$24.02 to

- (3) \$24.28 per share. The reporting person will provide to the issuer, any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

- (4) The shares subject to this option vested in equal annual installments on 3/6/2004, 3/6/2005, 3/6/2006, and 3/6/2007.

- (5) The shares subject to this option vested in equal quarterly installments on 3/1/2007, 6/1/2007, 9/1/2007, and 12/1/2007.

- (6) The shares subject to this option vested in equal quarterly installments on 9/5/2007, 12/5/2007, 3/5/2008, and 6/5/2008.

- (7) The shares subject to this option vested in equal quarterly installments on 8/21/2008, 11/21/2008, 2/21/2009, and 5/21/2009.

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.