

COVINO GREGORY F
Form 3
August 14, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

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 COVINO GREGORY F

(Last) (First) (Middle)

C/O TESARO, INC.,Â 1000
WINTER STREET

(Street)

WALTHAM,Â MAÂ 02451

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

08/13/2018

3. Issuer Name **and** Ticker or Trading Symbol
TESARO, Inc. [TSRO]

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)
SVP, CAO, PAO

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 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)

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
currently valid OMB control number.**

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)

Date Expiration
Exercisable Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of
Shares

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

(Instr. 5)

Employee Stock Option (right to buy)	Â (1)	07/16/2028	Common Stock	29,509	\$ 40.55	D	Â
Restricted Stock Units	Â (2)	Â (2)	Common Stock	17,174	\$ (4)	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Stock	4,580	\$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COVINO GREGORY F C/O TESARO, INC. 1000 WINTER STREET WALTHAM, MA 02451	Â	Â	Â SVP, CAO, PAO	Â

Signatures

/s/ Joseph L. Farmer,
attorney-in-fact

08/13/2018

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) The option was granted July 16, 2018 and vests as follows: 25% of the shares subject to the option vest on the first anniversary of the grant date, and the remaining shares vest in 36 equal monthly installments through July 16, 2022.
- (2) The restricted stock units were granted July 16, 2018 and vest in four equal annual installments beginning on July 16, 2019.
- (3) The restricted stock units were granted July 16, 2018 and vest in one installment on July 16, 2020.
- (4) Each restricted stock unit represents a contingent right to receive one share of TESARO common stock.

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Remarks:

No non-derivative securities are beneficially owned. The reporting person was appointed principal account

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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