SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

| 1. Name and Address of Reporting Person [*] Billings Paul | | | 2. Issuer Name and Ticker or Trading Symbol Trovagene, Inc. [TROV] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|------------------------|----------|--|-------------------|--|-----------------------|--|--|--|
| | | | <u></u> [] | X | Director | 10% Owner | | | |
| (Last) C/O TROV | (First) AGENE, INC. | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 01/02/2018 | | Officer (give title below) | Other (specify below) | | | |
| 11055 FLINTKOTE AVENUE | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 01/04/2018 | 6. Indiv Line) | i. Individual or Joint/Group Filing (Check Applicable | | | | |
| (Street) SAN DIEGO CA 92121 | | 92121 | | X | Form filed by One Re Form filed by More the 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) | | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities Beneficially | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
|---------------------------------|--|---|-------------------------|---|---|---------------|---------------|------------------------------------|---|---|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |
| Common Stock | 01/02/2018 | | M ⁽¹⁾ | | 16,667 | Α | \$0.00 | 23,165 | D | | |

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. Transa Code (8) | | of Deri Sec Acq (A) o Disp of (I | umber vative urities uired or oosed O) (Instr. and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|--|--|--|--------------------|---|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | (2) | 01/02/2018 | | М | | | 16,667 | (3) | (3) | Common Stock | 16,667 | \$0.00 | 0 | D | |

Explanation of Responses:

1. Represents the conversion upon vesting of restricted stock units into common stock (the "Converted Common Stock"). On January 2, 2017, the reporting person was granted 16,667 restricted stock units, all of which vested on January 2, 2018. Such restricted stock units were previously reported in Table II on a Form 4 filed with the Securities and Exchange Commission on January 5, 2017.

2. Each restricted stock unit is the economic equivalent of one share of Trovagene, Inc. common stock.

3. On January 2, 2017, the reporting person was granted 16,667 restricted stock units, all of which vested on January 2, 2018. The common stock into which such vested restricted stock units converted on January 2, 2018 is reported in Table I on this Form 4.

Remarks:

/s/ Paul Billings

** Signature of Reporting Person

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

01/04/2018 Date

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