

Mahatme Sandesh
Form 4
March 20, 2019

FORM 4

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

OMB APPROVAL

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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 *
Mahatme Sandesh

(Last) (First) (Middle)
215 FIRST STREET, SUITE 415
(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Sarepta Therapeutics, Inc. [SRPT]

3. Date of Earliest Transaction
(Month/Day/Year)
03/19/2019

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)
EVP, CFO & CBO

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 or Price | | |
| Common Stock | 03/19/2019 | | M | | 11,768 A \$ 23.85 | 15,636 | D |
| Common Stock | 03/19/2019 | | M | | 3,511 A \$ 13.9 | 19,147 | D |
| Common Stock | 03/19/2019 | | M | | 164 A \$ 13.71 | 19,311 | D |
| Common Stock | 03/19/2019 | | M | | 43 A \$ 13.71 | 19,354 | D |
| Common Stock | 03/19/2019 | | F(1) | | 2,625 (1) D \$ 126.47 | 16,729 | D |

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Common Stock 12,012 I By trust

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

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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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock option (right to buy) | \$ 23.85 | 03/19/2019 | | M | 11,768 | 11/05/2013 11/05/2022 | | Common Stock | 11,768 |
| Stock option (right to buy) | \$ 13.9 | 03/19/2019 | | M | 3,511 | 02/27/2016 02/27/2025 | | Common Stock | 3,511 |
| Stock option (right to buy) | \$ 13.71 | 03/19/2019 | | M | 164 | 02/28/2017 02/28/2026 | | Common Stock | 164 |
| Stock option (right to buy) | \$ 13.71 | 03/19/2019 | | M | 43 | 02/28/2017 02/28/2026 | | Common Stock | 43 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Mahatme Sandesh
215 FIRST STREET, SUITE 415
CAMBRIDGE, MA 02142

EVP, CFO & CBO

Signatures

/s/ David Tyrone Howton, as Attorney-in-Fact for Sandesh
Mahatme

03/20/2019

__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).

Represents shares of common stock owned by the reporting person that were delivered to the Company to pay the aggregate exercise
(1) price with respect to the option exercises reported on this Form 4 filing. Such an "option swap" enables the exercise and holding of shares
of Common Stock by the reporting person.

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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