

Ultragenyx Pharmaceutical Inc.
 Form 4
 February 07, 2014

FORM 4

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

OMB APPROVAL

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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 *
KAKKIS EMIL D

2. Issuer Name and Ticker or Trading Symbol
**Ultragenyx Pharmaceutical Inc.
 [RARE]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/05/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

**C/O ULTRAGENYX
 PHARMACEUTICAL INC., 60
 LEVERONI COURT**
 (Street)

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

NOVATO, CA 94949
 (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 Ownership (Instr. 4)	
				(A) or (D)	Price			
Common Stock	02/05/2014		C	V	624,240	A	Ⓟ 624,240	D
Common Stock					2,552,241	I		

By Emil Kakkis and Jenny Soriano Living Trust, dated June 18, 2009

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

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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 Underlying Security (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	Expiration Date	
Series A Preferred Stock	<u>(1)</u>	02/05/2014		C		1,956,686		<u>(1)</u>	<u>(1)</u>	Common Stock
Warrant to Purchase Series A Preferred Stock (Right to Buy)	\$ 0.959	02/05/2014		J		260,688 <u>(3)</u>		06/16/2011	06/30/2020	Series A Preferred Stock
Warrant to Purchase Common Stock (Right to Buy)	\$ 3.01	02/05/2014		J		83,039 <u>(3)</u>		06/11/2011	06/30/2020	Common Stock
Warrant to Purchase Series A Preferred Stock (Right to Buy)	\$ 0.959	02/05/2014		J		78,206 <u>(3)</u>		06/16/2011	06/14/2021	Series A Preferred Stock
Warrant to Purchase Common Stock (Right to Buy)	\$ 3.01	02/05/2014		J		24,950 <u>(3)</u>		06/16/2011	06/14/2021	Common Stock

Buy)

Warrant
to
Purchase
Series A
Preferred
Stock
(Right to
Buy)

\$ 0.959	02/05/2014	J	130,344 (3)	06/16/2011	06/14/2021	Series A Preferred Stock
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Warrant
to
Purchase
Common
Stock
(Right to
Buy)

\$ 3.01	02/05/2014	J	41,583 (3)	06/16/2011	06/14/2021	Common Stock
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KAKKIS EMIL D C/O ULTRAGENYX PHARMACEUTICAL INC. 60 LEVERONI COURT NOVATO, CA 94949	X	X	President & CEO	

Signatures

By: /s/ Ryan Murr by power of attorney for Emil D. Kakkis, M.D.,
Ph.D. 02/06/2014

__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) The Series A Convertible Preferred Stock converted into the Issuer's common stock on a 1 for 3.1345 basis, such that every 3.1345 shares of Series A Convertible Preferred Stock converted into one share of common stock, and had no expiration date.
- (2) Reflects a 1-for-3.1345 reverse stock split which became effective on January 17, 2014.
- (3) Immediately prior to the closing of the Issuer's initial public offering, this warrant to purchase shares of Series A Preferred Stock automatically converted on a 1-for-3.1345 basis into a warrant to purchase shares of Common Stock. Disposition of Warrant to Purchase Series A Preferred Stock and acquisition of Warrant to Purchase Common Stock listed solely for the purpose of reporting such conversion of the shares underlying the security.

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.