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

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

X 10% Owner

Other (specify below)

7. Nature of

Indirect Beneficial Ownership

(Instr. 4)

See

Footnote<sup>(2)</sup>

11. Nature

of Indirect

Beneficial

Ownership

(Instr. 4)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person Form filed by More than One Reporting

6. Ownership

Form: Direct

(D) or Indirect (I) (Instr. 4)

Ι

10.

Form: Direct (D) or Indirect (I) (Instr. 4)

Ownership

Director

5. Amount of

Owned Following

18,424,424

9. Number of

derivative Securities

Beneficially

Owned

Following

Reported Transaction(s)

(Instr. 4)

Reported Transaction(s)

(Instr. 3 and 4)

Beneficially

Officer (give title

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

					0	or Se	ection	30(h	) of the	Invest	ment C	Company Act	of 1940					
		Reporting Person*	I C									g Symbol	[ FOLI	<b>D</b> ]		elationshi ck all app		
FERCEPTIVE ADVISORS ELC						IICUS THERAPEUTICS INC [ FOLD ]									Direct Office			
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 03/05/2018										belov	N)		
51 ASTOR PLACE, 10TH FLOOR					- <u>  4</u>	If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or J			
(Street) NEW YORK NY 10003					a										Line) Form fil			
					-										X Form fil Person			
(City)	(St		Zip)														_	
1 Title of 6	Courity (Inct		e I - N	Ion-Deriv		ve Securities Acquired, Disposed of, or Benef									cially	5. Amou		
			Date (Month/Day/Ye		ear) Exe		cution Date, y		Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar			d 5)	Securities Beneficiall			
						(Month/Day/Yea			(Year)	8) Code	le V Amount		(A) or (D) Price		Owned Folk Reported Transactio			
						+					<u> </u>		(D)	<u> </u>		(Instr. 3		
Common	Stock			03/05/2018								335,827	A	\$13.	\$13.56 <sup>(1)</sup> 18,424			
		Та	ble II									posed of, o				Owned		
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. De		4.			_	ımber	6. Da	te Exe	cisable and	7. Title	and	8.	Price of	9. de	
Security (Instr. 3)	or Exercise Price of Derivative	(Month/Day/Year)	n/Day/Year)		ransactio ode (Insti )		Derivative Securities			Expiration Date (Month/Day/Year)			ies /ing	Se	Security S (Instr. 5) E			
	Security							Acquired (A) or Disposed					Derivat Securit and 4)	y (Instr. :	3		Fi R Ti	
								of (E (Inst and	r. 3, 4									
														Amount	•			
					Cod	le ,	v	(A)	(D)	Date	isable	Expiration Date	Title	Number of Shares	r			
1. Name ar	nd Address of	Reporting Person*					$\overline{}$	, ,	1 , ,						_			
PERCE	EPTIVE A	<u>ADVISORS L</u>	<u>LC</u>															
(Last)		(First)	(N	1iddle)			_											
51 ASTC	OR PLACE,	10TH FLOOR																
(Street)							-											
NEW YO	ORK	NY	10	0003														
(City)		(State)	(Z	ip)														
		Reporting Person*	TC A	A A CEPT														
FUND		<u>IFE SCIENC</u>	<u>.ES N</u>	<u>IASTEI</u>	<u> </u>													
(1 +)		(Fig. 4)		4: -l -l - \			-											
(Last) 51 ASTC	OR PLACE,	(First) 10TH FLOOR	(IV	Middle)														
/Chu 1\							-											
(Street) NEW YO	ORK	NY	10	0003														
(City)		(State)	(7	ip)			-											
	1. Name and Address of Reporting Person*																	
	MAN JOS																	
(Last)		(First)	(N	Middle)			_											
51 ASTC	OR PLACE,	10TH FLOOR																

(Street) NEW YORK	NY	10003				
(City)	(State)	(Zip)				

## **Explanation of Responses:**

1. The transaction was executed in multiple trades at prices ranging from \$13.30 to \$13.81. The price above reflects the weighted average price. Detailed information regarding the number of shares transacted at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer

2. The securities are directly held by Perceptive Life Sciences Master Fund Ltd. (the "Master Fund"). Perceptive Advisors LLC (the "Advisor") serves as the investment manager of Master Fund. Joseph Edelman is the managing member of the Advisor. Each of Mr. Edelman and the Advisor disclaims, for purposes of Section 16 of the Securities Exchange Act of 1934, beneficial ownership of such securities, except to the extent of his/its indirect pecuniary interest therein, and this report shall not be deemed an admission that either Mr. Edelman or the Advisor is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

## Remarks:

/s/ Jospeh Edelman - for Perceptive Life Sciences Master Fund Ltd., By: Perceptive Advisors LLC, its 03/07/2018 investment manager, By: Joseph Edelman, its managing member

/s/ Jospeh Edelman - for Perceptive Advisors LLC, Joseph Edelman, its managing

03/07/2018

member

03/07/2018 /s/ Joseph Edelman \*\* 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.