

# **BIOHAVEN PHARMACEUTICAL HOLDING CO LTD.**

**Reported by**  
**GENTILE KIMBERLY**

## **FORM 4** (Statement of Changes in Beneficial Ownership)

**Filed 11/22/19 for the Period Ending 11/20/19**

Address	215 CHURCH STREET NEW HAVEN, CT, 06510
Telephone	203-404-0410
CIK	0001689813
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Medical Research
Sector	Healthcare
Fiscal Year	12/31

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden hours per response... 0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person <sup>*</sup>  <b>Gentile Kimberly</b>  <b>C/O BIOHAVEN PHARMACEUTICALS, INC., 215, CHURCH STREET</b>  <b>NEW HAVEN, CT 06510</b>  (Street)  (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol  <b>Biohaven Pharmaceutical Holding Co Ltd. [ BHVN ]</b>				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  <b>SVP, Clinical Operations</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)  <b>11/20/2019</b>						
			4. If Amendment, Date Original Filed (MM/DD/YYYY)				6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	3A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Shares	11/20/2019		M <span style="color: blue;">(1)</span>		3935	A	\$0.61	3935	D	
Common Shares	11/20/2019		S <span style="color: blue;">(1)</span>		3935	D	\$53.028 <span style="color: blue;">(2)</span>	0	D	
Common Shares	11/21/2019		M <span style="color: blue;">(1)</span>		21065	A	\$0.61	21065	D	
Common Shares	11/21/2019		S <span style="color: blue;">(1)</span>		21065	D	\$53.0361 <span style="color: blue;">(3)</span>	0	D	

**Table II - Derivative Securities 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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		
Employee Stock Option (Right to Buy)	\$0.61	11/20/2019		M <span style="color: blue;">(1)</span>	3935	(4)				11/25/2024	Common Shares	3935.0	\$0	21065	D
Employee Stock Option (Right to Buy)	\$0.61	11/21/2019		M <span style="color: blue;">(1)</span>	21065	(4)				11/25/2024	Common Shares	21065.0	\$0	0	D

#### Explanation of Responses:

- (1) These exercises and sales were made pursuant to a 10b5-1 trading plan adopted by the Reporting Person.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.00 - \$53.08, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.00 - \$53.28, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.
- (4) The option, representing a right to purchase a total of 62,500 shares, was granted on November 26, 2014, and vested in four equal installments on November 26, 2014, 2015, 2016 and 2017. The optionholder previously exercised the option with respect to an aggregate of 37,500 shares during 2017 and 2018.

#### Reporting Owners

Reporting Owner Name / Address			Relationships		
Director	10% Owner	Officer	Other		

Gentile Kimberly  
C/O BIOHAVEN PHARMACEUTICALS, INC., 215  
CHURCH STREET  
NEW HAVEN, CT 06510

SVP, Clinical Operations

**Signatures**

/s/ Jim Engelhart, Attorney-in-fact

\*\* Signature of Reporting Person

11/22/2019

Date

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 control number.

## POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Vlad Coric, James Engelhart and Douglas Gray, or either of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

- (1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") any documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
- (2) execute for and on behalf of the undersigned Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by Biohaven Pharmaceutical Holding Company Ltd., unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 20<sup>th</sup> day of November, 2019.

\_\_\_\_\_  
/s/ Kimberly Gentile

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Kimberly Gentile

\_\_\_\_\_  
Print Name