

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Labrucherie Gil M</u> (Last) (First) (Middle) C/O NEKTAR THERAPEUTICS 455 MISSION BAY BOULEVARD SOUTH (Street) SAN FRANCISCO CA 94158 (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>NEKTAR THERAPEUTICS [NKTR]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP & Chief Financial Officer</u>		
			3. Date of Earliest Transaction (Month/Day/Year) <u>03/02/2017</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	03/02/2017		M		167,506	A	\$6.34	236,776 ⁽²⁾	D	
Common Stock ⁽¹⁾	03/02/2017		S		167,506	D	\$15.15 ⁽³⁾	69,270 ⁽²⁾	D	
Common Stock ⁽¹⁾	03/03/2017		M		7,494	A	\$6.34	76,764 ⁽²⁾	D	
Common Stock ⁽¹⁾	03/03/2017		S		7,494	D	\$15.21 ⁽⁴⁾	69,270 ⁽²⁾	D	
Common Stock ⁽⁵⁾	03/03/2017		M		25,000	A	\$9.24	94,270 ⁽²⁾	D	
Common Stock ⁽⁵⁾	03/03/2017		S		25,000	D	\$15.21 ⁽⁴⁾	69,270 ⁽²⁾	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. 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 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
Stock Option ⁽¹⁾	\$6.34	03/02/2017		M			167,506	06/10/2013	06/09/2017	Common Stock	167,506	\$0.00	7,494	D	
Stock Option ⁽¹⁾	\$6.34	03/03/2017		M			7,494	06/10/2013	06/09/2017	Common Stock	7,494	\$0.00	0	D	
Stock Option ⁽⁵⁾	\$9.24	03/03/2017		M			25,000	11/18/2013	11/17/2017	Common Stock	25,000	\$0.00	0	D	

Explanation of Responses:

- This transaction was made pursuant to a Rule 10b5-1 trading plan adopted by Mr. Labrucherie on March 14, 2016 related to 175,000 stock options scheduled to expire on June 9, 2017.
- This number includes 997 shares held by the reporting person in the Issuer's 401(K) plan and 2,750 shares held by the reporting person in the Issuer's ESPP plan. The acquisition of these shares under both plans is exempt under Rule 16b-3(c).
- This transaction was executed in multiple trades at prices ranging from \$15.00 to \$15.59. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and the prices at which the transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.
- This transaction was executed in multiple trades at prices ranging from \$15.00 to \$15.40. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and the prices at which the transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.
- This transaction was made pursuant to a Rule 10b5-1 trading plan adopted by Mr. Labrucherie on March 14, 2016 related to 25,000 stock options scheduled to expire on November 17, 2017.

Remarks:

Mark A. Wilson, Attorney-in-Fact 03/03/2017

** Signature of Reporting Person 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 Number.