

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-05-16** | Period of Report: **2013-05-14**
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([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

HANHAM ANN

CIK: **1286338**

Type: **4** | Act: **34** | File No.: **001-35050** | Film No.: **13852322**

Mailing Address

ONE EMBRACADERO CTR
STE 2700
SAN FRANCISCO CA 94111

ISSUER

ENDOCYTE INC

CIK: **1235007** | IRS No.: **000000000** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **2834** Pharmaceutical preparations

Mailing Address

3000 KENT AVE STE A1-100
WEST LAFAYETTE IN 47906

Business Address

3000 KENT AVE STE A1-100
WEST LAFAYETTE IN 47906
7654637175

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person HANHAM ANN			2. Issuer Name and Ticker or Trading Symbol ENDOCYTE INC [ECYT]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/14/2013					
ONE EMBARCADERO CENTER,, SUITE 2700								
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			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		
SAN FRANCISCO, CA 94111-3776								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/14/2013		S		18,649	D	\$14.94 ⁽¹⁾	750,146	I	By Burrill Life Sciences Capital Fund, L.P. ⁽²⁾
Common Stock	05/15/2013		S		18,464	D	\$14.43 ⁽³⁾	731,682	I	By Burrill Life Sciences Capital Fund, L.P. ⁽²⁾
Common Stock	05/14/2013		S		1,551	D	\$14.94 ⁽¹⁾	62,389	I	By Burrill Indiana Life Sciences Capital Fund, L.P. ⁽⁴⁾
Common Stock	05/15/2013		S		1,536	D	\$14.43 ⁽³⁾	60,853	I	By Burrill Indiana Life Sciences Capital Fund, L.P. ⁽⁴⁾

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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			Day/ Year)	(A) or Disposed of (D) (Instr. 3, 4, and 5)				Security (Instr. 3 and 4)		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date		

Explanation of Responses:

1. Represents the sale of 20,200 shares in multiple transactions, ranging in price from \$14.50 to \$15.33 per share, resulting in a weighted average sale price per share of \$14.94. The reporting person will provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price within the range.
2. Ann Hanham is a managing member of Burrill & Company (Life Science GP), LLC which has the ultimate voting and investment power over shares held of record by Burrill Life Sciences Capital Fund, L.P., and she may be deemed to have voting and investment power over shares held of record by Burrill Life Sciences Capital Fund, L.P. Ms. Hanham disclaims beneficial ownership of the shares directly held by the entities affiliated with Burrill & Company except to the extent of her individual pecuniary interest therein.
3. Represents the sale of 20,000 shares in multiple transactions, ranging in price from \$14.40 to \$14.53 per share, resulting in a weighted average sale price per share of \$14.43. The reporting person will provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price within the range.
4. Ann Hanham is a managing member of Burrill & Company (Indiana GP), LLC which has the ultimate voting and investment power over shares held of record by Burrill Indiana Life Sciences Capital Fund, L.P., and she may be deemed to have voting and investment power over shares held of record by Burrill Indiana Life Sciences Capital Fund, L.P. Ms. Hanham disclaims beneficial ownership of the shares directly held by the entities affiliated with Burrill & Company except to the extent of her individual pecuniary interest therein.

Signatures

[/s/ Michael A. Sherman, Attorney-in-fact for Ann F. Hanham \(power of attorney previously filed\)](#)

** Signature of Reporting Person

[05/16/2013](#)

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.