

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

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* <u>Slawin Kevin M.</u>  (Last) (First) (Middle) C/O BELLICUM PHARMACEUTICALS, INC. 2130 W. HOLCOMBE BLVD., STE. 800  (Street) HOUSTON TX 77030  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BELLICUM PHARMACEUTICALS, INC [ BLCM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>CMO and CTO</b>
	3. Date of Earliest Transaction (Month/Day/Year) 12/17/2014	
	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 <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. 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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	Amount or Number of Shares				
Warrant to Purchase Series C Preferred Stock (right to buy)	\$6	12/17/2014		X		25,277		08/22/2014	08/22/2019 <sup>(1)</sup>	Series C Preferred Stock	25,277	\$0.00	0	D	
Series C Convertible Preferred Stock	(2)	12/17/2014		X		25,277		(3)	(3)	Common Stock	14,868	(3)	14,868	D	
Warrant to Purchase Series C Preferred Stock (right to buy)	\$6	12/17/2014		X		71,063		08/22/2014	08/22/2019 <sup>(1)</sup>	Series C Preferred Stock	71,063	\$0.00	0	I	By the Jordana Slawin 2012 Family Trust <sup>(4)</sup>
Series C Convertible Preferred Stock	(2)	12/17/2014		X		71,063		(3)	(3)	Common Stock	41,801	(3)	41,801	I	By the Jordana Slawin 2012 Family Trust <sup>(4)</sup>
Warrant to Purchase Series C Preferred Stock (right to buy)	\$6	12/17/2014		X		61,933		08/22/2014 <sup>(1)</sup>	08/22/2019 <sup>(1)</sup>	Series C Preferred Stock	61,933	\$0.00	0	I	By the Kevin Slawin 2009 Family Trust <sup>(5)</sup>
Series C Convertible Preferred Stock	(2)	12/17/2014		X		61,933		(3)	(3)	Common Stock	36,431	(3)	36,431	I	By the Kevin Slawin 2009 Family Trust <sup>(5)</sup>
Warrant to Purchase Series C Preferred Stock (right to buy)	\$6	12/17/2014		X		17,311		08/22/2014	08/22/2019 <sup>(1)</sup>	Series C Preferred Stock	17,311	\$0.00	0	I	By the 2009 Slawin Family Partnership <sup>(6)</sup>
Series C Convertible Preferred Stock	(2)	12/17/2014		X		17,311		(3)	(3)	Common Stock	10,182	(3)	10,182	I	By the 2009 Slawin Family Partnership <sup>(6)</sup>

**Explanation of Responses:**

- Upon the date immediately following the date of the effectiveness of the initial public offering of the Issuer, on or prior to March 31, 2015, this Warrant will be terminated if not previously exercised.
- The Preferred Stock is convertible at any time.
- The Series C Convertible Preferred Stock (the "Preferred Stock") are convertible into the Issuer's common stock at a conversion rate of 1 share of common stock for each 1.7 shares of Preferred Stock and have no expiration date.
- The Reporting Person's spouse is trustee of the Jordana Slawin 2012 Family Trust. The Reporting Person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial

ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

6. The Reporting Person is a managing partner of the 2009 Slawin Family Partnership that owns the reported securities. The Reporting Person has the dispositive power and control over the securities held by such partnership. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

**Remarks:**

/s/ Kevin M. Slawin, M.D.

12/19/2014

\*\* 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.

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