

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Howton David T</u> (Last) (First) (Middle) 215 FIRST STREET, SUITE 415 (Street) CAMBRIDGE MA 02142 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Sarepta Therapeutics, Inc. [SRPT]</u> 3. Date of Earliest Transaction (Month/Day/Year) 11/22/2019 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) _____ <u>EVP, General Counsel</u> 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 _____
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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	11/22/2019		M ⁽¹⁾		5,685	A	\$13.71	24,388	D	
Common Stock	11/22/2019		M ⁽¹⁾		4,025	A	\$13.71	28,413	D	
Common Stock	11/22/2019		M ⁽¹⁾		8,580	A	\$13.9	36,993	D	
Common Stock	11/22/2019		S ⁽¹⁾		18,290	D	\$105	18,703	D	
Common Stock	11/22/2019		S ⁽¹⁾		3,753	D	\$105	14,950	D	
Common Stock	11/22/2019		S ⁽¹⁾		2,957	D	\$105	11,993	D	
Common Stock	11/22/2019		M		2,440	A	\$13.71	14,433	D	
Common Stock	11/22/2019		M		52	A	\$13.71	14,485	D	
Common Stock	11/22/2019		M		5,590	A	\$13.9	20,075	D	
Common Stock	11/22/2019		M		7,900	A	\$23.85	27,975	D	
Common Stock	11/22/2019		F ⁽²⁾		2,804	D	\$107.02	25,171	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	Amount or Number of Shares				
Stock option (right to buy)	\$13.71	11/22/2019		M ⁽¹⁾		5,685		02/28/2017	02/28/2026	Common Stock	5,685	\$0.00	1,280	D	
Stock option (right to buy)	\$13.71	11/22/2019		M ⁽¹⁾		4,025		09/19/2016	02/28/2026	Common Stock	4,025	\$0.00	1,858	D	
Stock option (right to buy)	\$13.9	11/22/2019		M ⁽¹⁾		8,580		02/27/2016	02/27/2025	Common Stock	8,580	\$0.00	18,579	D	
Stock option (right to buy)	\$13.71	11/22/2019		M		2,440		02/28/2017	02/28/2026	Common Stock	2,440	\$0.00	2,470	D	
Stock option (right to buy)	\$13.71	11/22/2019		M		52		09/19/2016	02/28/2026	Common Stock	52	\$0.00	18	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	Amount or Number of Shares				
Stock option (right to buy)	\$13.9	11/22/2019		M			5,590	02/27/2016	02/27/2025	Common Stock	5,590	\$0.00	0	D	
Stock option (right to buy)	\$23.85	11/22/2019		M			7,900	11/05/2013	11/05/2022	Common Stock	7,900	\$0.00	5,118	D	

Explanation of Responses:

- This transaction was effected pursuant to a Rule 10b5-1 Plan adopted by the reporting person. Accordingly, the reporting person had no discretion with regards to the timing of the transaction.
- Represents shares of Common Stock owned by the reporting person that were delivered to the Company to pay the aggregate exercise price with respect to the option exercises reported in rows 4-7 in Table II of this Form 4 filing.

Remarks:

/s/ David Tyrone Howton 11/26/2019

** 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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