

Zankel Todd
Form 4
February 10, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Zankel Todd

2. Issuer Name and Ticker or Trading Symbol
Raptor Pharmaceutical Corp [RPTP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

C/O RAPTOR
PHARMACEUTICAL CORP., 9
COMMERCIAL BLVD., SUITE 200

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(Street)

NOVATO, CA 94949

(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/09/2012 ⁽¹⁾		M		3,643 A \$ 2.83	707,962	D
Common Stock	02/09/2012 ⁽¹⁾		M		287 A \$ 2.02	708,249	D
Common Stock	02/09/2012 ⁽¹⁾		S		700 D \$ 7.65	707,549	D
Common Stock	02/09/2012 ⁽¹⁾		S		1,500 D \$ 7.66	706,049	D
Common Stock	02/09/2012 ⁽¹⁾		S		1,443 D \$ 7.67	704,606	D

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Common Stock	02/09/2012 ⁽¹⁾	S	1,470	D	\$ 7.67	703,136	D
Common Stock	02/09/2012 ⁽¹⁾	S	600	D	\$ 7.68	702,536	D
Common Stock	02/09/2012 ⁽¹⁾	S	300	D	\$ 7.69	702,236	D
Common Stock	02/09/2012 ⁽¹⁾	S	300	D	\$ 7.695	701,936	D
Common Stock	02/09/2012 ⁽¹⁾	S	3,700	D	\$ 7.71	698,236	D
Common Stock	02/09/2012 ⁽¹⁾	S	1,300	D	\$ 7.72	696,936	D
Common Stock	02/09/2012 ⁽¹⁾	S	400	D	\$ 7.73	696,536	D
Common Stock	02/09/2012 ⁽¹⁾	S	700	D	\$ 7.74	695,836	D
Common Stock	02/09/2012 ⁽¹⁾	S	2,600	D	\$ 7.75	693,236	D
Common Stock	02/09/2012 ⁽¹⁾	S	200	D	\$ 7.76	693,036	D
Common Stock	02/09/2012 ⁽¹⁾	S	1,400	D	\$ 7.8	691,636	D
Common Stock	02/09/2012 ⁽¹⁾	S	200	D	\$ 7.805	691,436	D
Common Stock	02/09/2012 ⁽¹⁾	S	1,500	D	\$ 7.81	689,936	D
Common Stock	02/09/2012 ⁽¹⁾	S	615	D	\$ 7.83	689,321	D
Common Stock	02/09/2012 ⁽¹⁾	S	2,100	D	\$ 7.835	687,221	D
Common Stock	02/09/2012 ⁽¹⁾	S	100	D	\$ 7.84	687,121	D
Common Stock	02/09/2012 ⁽¹⁾	S	287	D	\$ 7.67	686,834	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock options (right to buy)	\$ 2.83	02/09/2012 ⁽¹⁾		M	3,643	11/25/2006 ⁽²⁾ 05/25/2016	Common Stock	3,643
Stock options (right to buy)	\$ 2.02	02/09/2012 ⁽¹⁾		M	287	03/09/2010 ⁽³⁾ 03/08/2020	Common Stock	287

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zankel Todd C/O RAPTOR PHARMACEUTICAL CORP. 9 COMMERCIAL BLVD., SUITE 200 NOVATO, CA 94949			Chief Scientific Officer	

Signatures

/s/ Kim R. Tsuchimoto, CFO, Raptor Pharmaceutical Corp.,
Attorney-in-fact

02/10/2012

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Transaction made pursuant to a Rule 10b5-1 trading plan executed on January 9, 2012.
- (2) Original option grant vests 6/36ths on November 25, 2006 and 1/36th per month thereafter.
- (3) Original option grant vests 6/48ths on March 9, 2010 and 1/48th per month thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.