

NPS PHARMACEUTICALS INC
Form SC 13G/A
February 17, 2015

SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A

(Rule 13d-102)

(Amendment No. 1)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO
FILED PURSUANT TO RULE 13d-2**

NPS Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

62936P103

(CUSIP Number)

December 31, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. **62936P103**

Name of Reporting Person.
I.R.S. Identification No. of
Above Person (Entities
Only).

1.

ING Groep N.V.

Check the Appropriate Box
2. if a Member of a Group (See
Instructions)

(a)

(b)

3. SEC Use Only

Citizenship or Place of
4. Organization
The Netherlands

Number of
5. Sole Voting Power
0

Shares Beneficially
6. Shared Voting Power
0

Owned by
7. Sole Dispositive Power
Each Reporting Person
7.0

8. Shared Dispositive Power
With
8.0

Aggregate Amount
9. Beneficially Owned by Each
Reporting Person
0

Check if the Aggregate
10. Amount in Row (9)
Excludes Certain Shares
(See Instructions)

11.

Percent of Class
Represented by Amount in
Row (9)
0%

Type of Reporting Person
12. (See Instructions)
HC

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CUSIP No. **62936P103**

Name of Reporting Person.
I.R.S. Identification No. of
Above Person (Entities
Only).

1.

ING Bank N.V.

2. Check the Appropriate Box
if a Member of a Group (See
Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of
Organization
The Netherlands

5. Sole Voting Power
Number of

6. Beneficially
Owned

7. Sole Dispositive Power
Each Reporting

8. Shared Dispositive Power
With

9. Aggregate Amount
Beneficially Owned by Each
Reporting Person
0

10. Check if the Aggregate
Amount in Row (9)
Excludes Certain Shares
(See Instructions) o

11. Percent of Class
Represented by Amount in
Row (9)

0

Type of Reporting Person
12. (See Instructions)
CO

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Name of Issuer:

**Item
1(a).**

NPS Pharmaceuticals, Inc.
Address of Issuer's Principal Executive Offices:

**Item
1(b).**

550 Hills Drive
Bedminster, NJ 07921
United States of America

Name of Person Filing:

**Item
2(a).**

ING Groep N.V.

ING Bank N.V.

**Item
2(b).**

Address of Principal Business Office or, if none, Residence:

ING Groep N.V.
Bijlmerplein 888
1102 MG
Amsterdam-Zuidoost
Postbus 1800
1000 BV Amsterdam
The Netherlands

ING Bank N.V.

Bijlmerplein 888

1102 MG

Amsterdam-Zuidoost

Postbus 1800
1000 BV Amsterdam
The Netherlands
Citizenship:

Item 2(c).

ING Groep N.V. – The Netherlands

ING Bank N.V. – The Netherlands
Title of Class of Securities:

Item

2(d).

Common Stock
CUSIP Number:

Item 2(e).

62936P103

Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a) Broker or dealer registered under Section 15 of the Exchange Act.
 - (b) Bank as defined in Section 3(a)(6) of the Exchange Act.
 - (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act.
 - (d) Investment company as defined under Section 8 of the Investment Company Act.
 - (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).
 - (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).
 - (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).
 - (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
 - (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act.
 - (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).
- Not Applicable.

Item 4. Ownership:

- (a) Not Applicable.
- (b) Not Applicable.
- (c) Not Applicable.

Ownership of

**Item 5. Five Percent or
Less of a Class:
X**

**Ownership of
More than Five**

**Item 6. Percent on Behalf
of Another
Person.**

Not Applicable.

**Identification and
Classification of
the Subsidiary
Which Acquired
the Security**

**Item 7. Being Reported
on By the Parent
Holding
Company or
Control Person.**

Not Applicable.

**Identification and
Classification of
Members of the
Group.**

**Item 8. Members of the
Group.
Not Applicable.**

Notice of

**Item 9. Dissolution of
Group.**

Not Applicable.

**Item
10. Certification.**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 11, 2015

ING GROEP N.V.

By: /s/ J.A.M. Emke-Petrelluzzi Bojanic
(Signature)

J.A.M. Emke-Petrelluzzi Bojanic
Senior Compliance Officer (Name/Title)

By: /s/ Fred Severin
(Signature)

Fred Severin
Compliance Officer (Name/Title)

ING BANK N.V.

By: /s/ J.A.M. Emke-Petrelluzzi Bojanic
(Signature)

J.A.M. Emke-Petrelluzzi Bojanic
Senior Compliance Officer (Name/Title)

By: /s/ Fred Severin
(Signature)

Fred Severin

Compliance Officer (Name/Title)

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Exhibit A to Schedule 13G

Joint Filing Agreement

Pursuant to Rule 13d-1(k)

The undersigned persons (the "Reporting Persons") hereby agree that a joint statement on this Schedule 13G, and any amendments thereto, be filed on their behalf by ING Groep N.V.

Each of the Reporting Persons is responsible for the completeness and accuracy of the information concerning each of them contained therein, but none of the Reporting Persons is responsible for the completeness or accuracy of the information concerning any other Reporting Person.

Dated: February 11, 2015

ING GROEP N.V.

By: /s/ J.A.M. Emke-Petrelluzzi Bojanic
(Signature)

J.A.M. Emke-Petrelluzzi Bojanic
Senior Compliance Officer (Name/Title)

By: /s/ Fred Severin
(Signature)

Fred Severin
Compliance Officer (Name/Title)

ING BANK N.V.

By: /s/ J.A.M. Emke-Petrelluzzi Bojanic
(Signature)

J.A.M. Emke-Petrelluzzi Bojanic
Senior Compliance Officer (Name/Title)

By: /s/ Fred Severin
(Signature)

Fred Severin
Compliance Officer (Name/Title)

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