

ANI PHARMACEUTICALS INC

Form 4

May 27, 2014

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Arnold Charlotte C.

2. Issuer Name **and** Ticker or Trading
Symbol
ANI PHARMACEUTICALS INC
[ANIP]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O ANI PHARMACEUTICALS,
INC., 210 MAIN STREET WEST

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/22/2014

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
VP and CFO

BAUDETTE, MN 56623

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ 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. 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)
Common Stock ⁽¹⁾	05/22/2014		A	6,000	A \$ 0 66,385	D	

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

**Persons who respond to the collection of
information contained in this form are not
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SEC 1474
(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase	\$ 6.36	05/22/2014 ⁽²⁾		A		44,333		⁽³⁾	07/11/2023	Common Stock	44,333

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Arnold Charlotte C. C/O ANI PHARMACEUTICALS, INC. 210 MAIN STREET WEST BAUDETTE, MN 56623			VP and CFO	

Signatures

/s/ Jane A. Meyer, as attorney
in fact
05/27/2014

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).

On April 1, 2014, the Board of Directors of the Issuer approved the grant of restricted stock, which vests in equal annual installments on the first, second, third and fourth anniversaries of the date of grant. The award was made contingent upon receipt by the Issuer of

(1) stockholder approval of the Issuer's Fourth Amended and Restated 2008 Stock Incentive Plan. On May 22, 2014, the award was granted upon the stockholders' approval of the Issuer's Fourth Amended and Restated 2008 Stock Incentive Plan at the Issuer's 2014 annual meeting of stockholders.

On July 12, 2013, the Board of Directors of the Issuer approved the grant of options to purchase the Issuer's common stock at an exercise price of \$6.36, the closing price of the Company's common stock on The NASDAQ Global Market on July 12, 2013, as adjusted to reflect the one-for-six reverse stock split effected on July 17, 2013. The award was made contingent upon receipt by the Issuer of stockholder

(2) approval of the Issuer's Fourth Amended and Restated 2008 Stock Incentive Plan. On May 22, 2014, the award was granted upon the stockholders' approval of the Issuer's Fourth Amended and Restated 2008 Stock Incentive Plan at the Issuer's 2014 annual meeting of stockholders.

(3) The options vest in an equal annual amount over a four-year period beginning on the first anniversary of the grant date.

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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