

NANOPHASE TECHNOLOGIES Corp  
 Form 4  
 February 22, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
 Baldwin Nancy

2. Issuer Name and Ticker or Trading Symbol  
 NANOPHASE TECHNOLOGIES Corp [NANX]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 1319 MARQUETTE DRIVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/21/2017

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 VP Human Resources & IT

ROMEDEVILLE, IL 60446  
 (City) (State) (Zip)

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

**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)
Common Stock				(A) or (D) Price	987	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 required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

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

Edgar Filing: NANOPHASE TECHNOLOGIES Corp - Form 4

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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock (right to buy)	\$ 4.48					11/06/2008 <sup>(1)</sup>	11/06/2017	Common Stock	9,000
Common Stock (right to buy)	\$ 3.14					05/12/2009 <sup>(1)</sup>	05/12/2018	Common Stock	15,000
Common Stock (right to buy)	\$ 1.02					05/04/2010 <sup>(1)</sup>	05/04/2019	Common Stock	30,000
Common Stock (right to buy)	\$ 1.7					05/03/2011 <sup>(1)</sup>	05/03/2020	Common Stock	27,000
Common Stock (right to buy)	\$ 1.26					05/02/2012 <sup>(1)</sup>	05/02/2021	Common Stock	31,000
Common Stock (right to buy)	\$ 0.3					08/07/2013 <sup>(1)</sup>	08/07/2022	Common Stock	41,000
Common Stock (right to buy)	\$ 0.415					02/14/2014 <sup>(1)</sup>	02/14/2023	Common Stock	39,000
Common Stock (right to buy)	\$ 0.52					02/13/2015 <sup>(1)</sup>	02/13/2024	Common Stock	40,000
Common Stock	\$ 0.44					02/18/2016 <sup>(1)</sup>	02/18/2025	Common Stock	36,000
	\$ 0.42					02/23/2017 <sup>(1)</sup>	02/23/2026		31,500

Common  
Stock  
(right to  
purchase)

Common  
Stock

Common  
Stock  
(right to  
purchase)

\$ 0.68

02/21/2017

A

36,000

02/21/2018<sup>(1)</sup>

02/21/2027

Common  
Stock

36,000

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Baldwin Nancy  
1319 MARQUETTE DRIVE  
ROMEDEVILLE, IL 60446

VP Human Resources & IT

## Signatures

By Jess Jankowski, under UPA, for Nancy  
Baldwin

02/22/2017

\_\_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) Subject to certain restrictions, beginning on this date, options vest in three equal annual installments.

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.