

ACURA PHARMACEUTICALS, INC
 Form 4
 December 19, 2013

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 *
 CLEMENS PETER A

2. Issuer Name and Ticker or Trading Symbol
 ACURA PHARMACEUTICALS, INC [ACUR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 12/17/2013

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

C/O ACURA PHARMACEUTICALS, INC., 616 N. NORTH COURT, SUITE 120
 (Street)

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

PALATINE, IL 60067

(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)
				(A) or (D)	Price		
Common Stock	12/17/2013		M	9,375	A \$ 1.3	335,641 ⁽¹⁾	D
Common Stock	12/17/2013		F	7,914 ⁽²⁾	D \$ 1.54	327,727 ⁽¹⁾	D
Common Stock	12/17/2013		F	256 ⁽³⁾	D \$ 1.54	327,471 ⁽¹⁾	D
Common Stock						3,605 ⁽⁴⁾	I by son

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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)

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)
Stock Options	\$ 1.3	12/17/2013		M	9,375	01/01/2013 ⁽⁵⁾ 03/09/2014 ⁽⁵⁾	Common Stock 9,375

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CLEMENS PETER A
C/O ACURA PHARMACEUTICALS, INC.
616 N. NORTH COURT, SUITE 120
PALATINE, IL 60067

Senior VP and CFO

Signatures

/s/ Peter A. Clemens 12/19/2013

**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) Amount of securities includes 117,500 Restricted Stock Units held by Reporting Person. Absent a change of control, shares of common stock will be distributed in exchange for Restricted Stock Units (after payment of \$.01 par value per share) on January 1st of 2014.
- (2) Shares withheld by the Issuer for payment by the Reporting Person to the Issuer of his option exercise price.
- (3) Shares of common stock of the Issuer withheld by the Issuer in satisfaction of the Reporting Person's tax withholdings on the exercise of non-qualified options.

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(4) This filing shall not be deemed an admission that the reporting person is the beneficial owner of these equity securities.

Option was exercisable with respect to 9,375, 9,375 and 9,375 shares commencing January 1, 2011, January 1, 2012 and January 1, 2013, respectively. Remaining portion of option (with respect to 9,375 shares) is exercisable (absent a change of control) on January 1, 2014, and expires March 9, 2014.

(6) Not Applicable

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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