

ANI PHARMACEUTICALS INC
Form 4
March 16, 2015

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 *
MARSHBANKS TRACY

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)

3. Date of Earliest Transaction
(Month/Day/Year)
03/12/2015

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

**1 SOUTH WACKER
DRIVE, SUITE 3900**

(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

CHICAGO, IL 60606

(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 | (A) or (D) | Price | | |
| Common Stock | 03/12/2015 | | S | | 143,516 | D | \$ 63 375,829 | I | See Footnote 1 (1) |
| Common Stock | 03/12/2015 | | S | | 5,978 | D | \$ 63 15,656 | I | See Footnote 2 (2) |
| Common Stock | 03/12/2015 | | S | | 58,265 | D | \$ 63 152,579 | I | See Footnote 3 (3) |
| Common | 03/12/2015 | | S | | 2,241 | D | \$ 63 5,870 | I | See |

Stock

Footnote 4
(4)

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MARSHBANKS TRACY 1 SOUTH WACKER DRIVE SUITE 3900 CHICAGO, IL 60606 | X | | | |

Signatures

Tracy L.
Marshbanks 03/16/2015

**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) 1: Held by: FA Private Equity Fund IV, L.P., of which the Reporting Person may be deemed to be a beneficial owner pursuant to rule 16a-1(a)(1).
- (2)

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- 2: Held by: FA Private Equity Fund IV GmbH & Co. Beteiligungs KG, of which the Reporting Person may be deemed to be a beneficial owner pursuant to rule 16a-1(a)(1).
- (3) 3: Held by: The Productivity Fund IV Liquidating Trust, of which the Reporting Person may be deemed to be a beneficial owner pursuant to rule 16a-1(a)(1).
- (4) 4: Held by: The Productivity Fund IV Advisors Fund Liquidating Trust, of which the Reporting Person may be deemed to be a beneficial owner pursuant to rule 16a-1(a)(1).

Remarks:

Reporting person disclaims the existence of a "group" and disclaims beneficial ownership of any securities (except to the extent

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.