Edgar Filing: ACELRX PHARMACEUTICALS INC - Form 4

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL OMB Check this box if no lower subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES CMB APPROVAL OMB Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). S. Relationship of Reporting Person(s) to Issuer I. Name and Address of Reporting Person. 2. Issuer Name and Ticker or Trading Symbol ACELRX PHARMACEUTICALS INC [ACRX] S. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) S. Relationship of Reporting Person(s) to Issuer C/O ACELRX 02/07/2017 Check all applicable) PHARMACEUTICALS, INC., 351 GALVESTON DRIVE Capplicable Line) X. Form filed by More than One Reporting Person Form 1 C(Street) 2. Transaction Applicable Line) X. Form filed by More than One Reporting Person Form 1 S. Amount of Security 6. Ownership Form: Direct (City) (State) 2. Deemed 3. 4. Securities TransactionAcquired (A) or Security 6. Ownership Form: Direct 6. Ownership Form: Direct (City) (State) 2.	ACELRX PI Form 4 February 09,	HARMACEUTIC	CALS INC	2								
Check this box if no longer subject to SECURITIES STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Section 16, Form 4 or Form 5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Sec Instruction 10(b). (Print or Type Responses) 1. Name and Address of Reporting Person ¹ . 1. Name and Address of Reporting Person ¹ . 2. Issuer Name and Ticker or Trading Symbol ACELRX PHARMACEUTICALS INC [ACRX] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) C/O ACELRX PHARMACEUTICALS, INC., 351 GALVESTON DRIVE (State) (Zap) Table 1 - Non-Derivative Securities Acauites of the yone than One Reporting Person (City) (State) (Zip) Table 1 - Non-Derivative Securities Acauites of the yone than One Reporting Person (City) (State) (Zip) Table 1 - Non-Derivative Securities Acauites of the yone Reporting Person (City) (State) (Zip) Table 1 - Non-Derivative Securities Acauited by One Reporting Person (City) (State) (Zip) Table 1 - Non-Derivative Securities Acauites form: Direct Indirect (Instr. 3) (Month/Day/Year) (Instr. 8) (Instr. 3, and 4) (Code V Amount (D) Price		Л							т			
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Code V Amount (D) Price	Security		Execution any	Date, if	Transaction Code (Instr. 8)	nAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5 (A) or	5)	Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership	
	Reminder: Rep	ort on a separate line	e for each cla	ass of sect								

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.

 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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Date (Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Nun of S
Common Stock (Right to Buy) (1)	\$ 3	02/07/2017		A	79,500	02/07/2018(2)(3)	02/06/2028	Common Stock	79,
Repor	ting O	wners							

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Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Dasu Badri N C/O ACELRX PHARMACEUTICALS, INC. 351 GALVESTON DRIVE REDWOOD CITY, CA 94063			Chief Engineering Officer				
Signatures							

/s/ Martha Adler, Attorney-in-fact 02

02/09/2017

Date

<u>**</u>Signature of Reporting Person

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) Issued pursuant to the 2011 Equity Incentive Plan.

The shares subject to the option vest as follows: 25% of the shares subject to the option vest on the 12 month anniversary of the Vesting
 (2) Commencement Date (February 7, 2017) and the remaining shares subject to the option vest on an equal monthly basis over the following 36 months.

(3) 100% Acceleration upon Change of Control.

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.