

ANI PHARMACEUTICALS INC
 Form 4
 March 21, 2014

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)
**1 SOUTH WACKER
 DRIVE, SUITE 3900**
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/20/2014

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

CHICAGO, IL 60606

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	03/20/2014		S	11,361 D \$ 31.5408	523,296	I	See Footnote 1 <u>(1)</u>
Common Stock	03/20/2014		S	4,612 D \$ 31.5408	212,448	I	See Footnote 2 <u>(2)</u>
Common Stock	03/20/2014		S	177 D \$ 31.5408	8,173	I	See Footnote 3 <u>(3)</u>
Common	03/21/2014		S	3,951 D \$	519,345	I	See

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Stock					31.0606				Footnote 1 ⁽¹⁾
Common Stock	03/21/2014		S	1,604	D	\$ 31.0606	210,844	I	See Footnote 2 ⁽²⁾
Common Stock	03/21/2014		S	62	D	\$ 31.0606	8,111	I	See Footnote 3 ⁽³⁾

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

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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)

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 Following Reported Transaction (Instr. 6)
				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
03/21/2014

**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).
- (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) 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).
- (3) 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.

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