

Smith Angus W.
Form 3
February 12, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Smith Angus W.

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/06/2018

3. Issuer Name and Ticker or Trading Symbol

PERNIX THERAPEUTICS HOLDINGS, INC. [PTX]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

___ Director ___ 10% Owner

X Officer ___ Other
(give title below) (specify below)

SVP, Chief Bus Off & PFO

6. Individual or Joint/Group

Filing(Check Applicable Line)

X Form filed by One Reporting Person

___ Form filed by More than One Reporting Person

C/O PERNIX THERAPEUTICS
HOLDINGS, INC.,Â 10 NORTH
PARK PLACE, SUITE 201

(Street)

MORRISTOWN,Â NJÂ 07960

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

3,300 ⁽¹⁾

D

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â <u>(2)</u>	09/29/2024	Common Stock	7,500 <u>(7)</u>	\$ 78.6 <u>(7)</u>	D	Â
Stock Option (right to buy)	Â <u>(3)</u>	04/24/2025	Common Stock	2,500 <u>(7)</u>	\$ 73.3 <u>(7)</u>	D	Â
Stock Option (right to buy)	Â <u>(4)</u>	02/25/2026	Common Stock	3,500 <u>(7)</u>	\$ 21.4 <u>(7)</u>	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	02/25/2016	Common Stock	14,000 <u>(7)</u>	\$ 21.4 <u>(7)</u>	D	Â
Stock Option (right to buy)	Â <u>(6)</u>	08/08/2027	Common Stock	10,000	\$ 2.92	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Smith Angus W. C/O PERNIX THERAPEUTICS HOLDINGS, INC. 10 NORTH PARK PLACE, SUITE 201 MORRISTOWN, NJ 07960	Â	Â	Â SVP, Chief Bus Off & PFO	Â

Signatures

/s/ Kenneth R. Pina,
attorney-in-fact

02/12/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Consists of previously-awarded restricted share units that vest in four equal annual installments of 825 shares, with the first installment vesting on August 8, 2018, which is the one year anniversary of the grant date.
- The option vests and becomes exercisable over a four-year period commencing on September 29, 2014. Twenty-five percent (25%) of the
- (2) option vested and became exercisable on September 29, 2015, with the balance vesting in equal annual installments over the remaining three years of the four-year period, subject to continued service with the Issuer.
- The option vests and becomes exercisable over a four-year period commencing on April 24, 2015. Twenty-five percent (25%) of the
- (3) option vested and became exercisable on April 24, 2016, with the balance vesting in equal annual installments over the remaining three years of the four-year period, subject to continued service with the Issuer.
- The option vests and becomes exercisable over a four-year period commencing on February 25, 2016. Twenty-five percent (25%) of the
- (4) option vested and became exercisable on February 25, 2017, with the balance vesting in equal annual installments over the remaining three years of the four-year period, subject to continued service with the Issuer.
- The option vests and becomes exercisable over a four-year period commencing on February 25, 2016. Twenty-five percent (25%) of the
- (5) option vested and became exercisable on February 25, 2017, with the balance vesting in equal annual installments over the remaining three years of the four-year period, subject to continued service with the Issuer.

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- The option vests and becomes exercisable over a four-year period commencing on August 8, 2017. Twenty-five percent (25%) of the
- (6) option vests and becomes exercisable on August 8, 2018, with the balance vesting in equal annual installments over the remaining three years of the four-year period, subject to continued service with the Issuer.
- (7) Exercise price and number of option shares have been adjusted to reflect the Issuer's 1-for-10 stock split of its issued and outstanding shares of common stock effected on October 13, 2016.

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Remarks:

ExhibitÂ List:Â ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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