

Cherevka Holli
Form 4
October 02, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Cherevka Holli

(Last) (First) (Middle)

C/O AMPIO
PHARMACEUTICALS, INC., 373
INVERNESS PARKWAY, SUITE
200

(Street)

ENGLEWOOD, CO 80112

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Ampio Pharmaceuticals, Inc.
[AMPE]

3. Date of Earliest Transaction
(Month/Day/Year)
10/01/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Chief Operating Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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		Price

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)

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Underlying Security (Instr. 3 and 4)
Employee Stock Option (Right to Buy)	\$ 4.72	10/01/2018		D ⁽¹⁾			45,000	⁽²⁾	04/02/2023	Common Stock	45,000
Employee Stock Option (Right to Buy)	\$ 0.75	10/01/2018		A ⁽¹⁾		45,000		⁽²⁾	04/02/2023	Common Stock	45,000
Employee Stock Option (Right to Buy)	\$ 3.43	10/01/2018		D ⁽¹⁾			30,000	⁽²⁾	10/06/2024	Common Stock	30,000
Employee Stock Option (Right to Buy)	\$ 0.75	10/01/2018		A ⁽¹⁾		30,000		⁽²⁾	10/06/2024	Common Stock	30,000
Employee Stock Option (Right to Buy)	\$ 1.03	10/01/2018		D ⁽¹⁾			170,000	⁽²⁾	07/15/2026	Common Stock	170,000
Employee Stock Option (Right to Buy)	\$ 0.75	10/01/2018		A ⁽¹⁾		170,000		⁽²⁾	07/15/2026	Common Stock	170,000
Employee Stock Option (Right to Buy)	\$ 4.16	10/01/2018		D ⁽¹⁾			35,000	⁽²⁾	01/14/2023	Common Stock	35,000
Employee Stock Option (Right to	\$ 0.75	10/01/2018		A ⁽¹⁾		35,000		⁽²⁾	01/14/2023	Common Stock	35,000

Buy)

Employee

Stock

Option	\$ 8.62	10/01/2018	D ⁽¹⁾	9,402	⁽²⁾	11/08/2023	Common Stock
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(Right to Buy)

Employee

Stock

Option	\$ 0.75	10/01/2018	A ⁽¹⁾	9,402	⁽²⁾	11/08/2023	Common Stock
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(Right to Buy)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
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Cherevka Holli
C/O AMPIO PHARMACEUTICALS, INC.
373 INVERNESS PARKWAY, SUITE 200
ENGLEWOOD, CO 80112

Chief
Operating
Officer

Signatures

/s/ Holli

10/02/2018

Cherevka

__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).

The transactions reported herein reflect a one-time stock option repricing (the "Option Repricing") that became effective on October 1, 2018 and are being reported in this manner solely to comply with the technical reporting requirements under Section 16(a) of the Securities Exchange Act of 1934. Pursuant to the Option Repricing, the exercise price of each "Relevant Option" has been amended to reduce such exercise price to \$0.75. There have been no other changes to the terms of the Relevant Options.

(2) The stock options have vested and have become fully exercisable.

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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