

Recro Pharma, Inc.
Form 4
May 23, 2016

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
CHURCHILL WINSTON J

(Last) (First) (Middle)

490 LAPP ROAD

(Street)

MALVERN, PA 19355

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Recro Pharma, Inc. [REPH]

3. Date of Earliest Transaction
(Month/Day/Year)
11/23/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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)
			Code	V	Amount	(A) or (D) Price			
Common Stock	11/23/2015		S		11,082	D \$ 9.0009 <u>(1)</u>	2,362,964	I	By SCP Vitalife Partners II LP
Common Stock	11/23/2015		S		3,702	D \$ 9.0009 <u>(1)</u>	789,538	I	By SCP Vitalife Partners (Israel) II, L.P.
Common Stock	11/24/2015		S		2,068	D \$ 9.006 <u>(2)</u>	2,360,896	I	By SCP Vitalife Partners II

Edgar Filing: Recro Pharma, Inc. - Form 4

Common Stock	11/24/2015	S	691	D	<u>\$ 9.006 (2)</u>	788,847	I	LP By SCP Vitalife Partners (Israel) II, L.P.
Common Stock	11/25/2015	S	4,648	D	\$ 9	2,356,248	I	By SCP Vitalife Partners II LP
Common Stock	11/25/2015	S	1,553	D	\$ 9	787,294	I	By SCP Vitalife Partners (Israel) II, L.P.
Common Stock	11/27/2015	S	6,737	D	<u>\$ 9.0009 (3)</u>	2,349,511	I	By SCP Vitalife Partners II LP
Common Stock	11/27/2015	S	2,250	D	<u>\$ 9.0009 (3)</u>	785,044	I	By SCP Vitalife Partners (Israel) II, L.P.
Common Stock	11/30/2015	S	450	D	\$ 9	2,349,061	I	By SCP Vitalife Partners II, L.P.
Common Stock	11/30/2015	S	150	D	\$ 9	784,894	I	By SCP Vitalife Partners (Israel) II, L.P.
Common Stock	05/19/2016	S	3,748	D	<u>\$ 6.4559 (4)</u>	2,345,313	I	By SCP Vitalife Partners II LP
Common Stock	05/19/2016	S	1,252	D	<u>\$ 6.4559 (4)</u>	783,642	I	By SCP Vitalife Partners (Israel) II, L.P.
Common Stock	05/20/2016	S	14,992	D	<u>\$ 6.4548 (5)</u>	2,330,321	I	By SCP Vitalife Partners II LP

Edgar Filing: Recro Pharma, Inc. - Form 4

Common Stock	05/20/2016	S	5,008	D	\$ 6.4548 (5)	778,634	I	By SCP Vitalife Partners (Israel) II, L.P.
-----------------	------------	---	-------	---	---------------------	---------	---	--

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

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.

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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
CHURCHILL WINSTON J 490 LAPP ROAD MALVERN, PA 19355	X

Signatures

/s/ Donna Nichols,
Attorney-in-fact

05/23/2016

__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) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$9.00 to \$9.02, inclusive. The reporting person undertakes to provide Recro Pharma, Inc., any security holder of Recro Pharma, Inc., or the staff of

Edgar Filing: Recro Pharma, Inc. - Form 4

the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote 1 to this Form 4.

- (2) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$9.00 to \$9.05, inclusive. The reporting person undertakes to provide Recro Pharma, Inc., any security holder of Recro Pharma, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote 2 to this Form 4.

- (3) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$9.00 to \$9.07, inclusive. The reporting person undertakes to provide Recro Pharma, Inc., any security holder of Recro Pharma, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote 3 to this Form 4.

- (4) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$6.30 to \$6.59, inclusive. The reporting person undertakes to provide Recro Pharma, Inc., any security holder of Recro Pharma, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote 4 to this Form 4.

- (5) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$6.30 to \$6.58, inclusive. The reporting person undertakes to provide Recro Pharma, Inc., any security holder of Recro Pharma, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote 5 to this Form 4.

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.