#### ACURA PHARMACEUTICALS, INC

Form 4

January 04, 2017

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* ROSS GEORGE K

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

ACURA PHARMACEUTICALS,

(Check all applicable)

INC [ACUR]

01/03/2017

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

X\_ Director 10% Owner

Officer (give title Other (specify

C/O ACURA

PHARAMCEUTICALS, INC., 616 N NORTH COURT

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

D

PALATINE, IL 60067

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(Month/Day/Year) Execution Date, if

2. Transaction Date 2A. Deemed

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

735

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s)

Price Amount (D)

(Instr. 3 and 4)

Common Stock

01/03/2017

 $M^{(1)}$ 

(2)

11,565 (3) (4)

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. Transactic Code (Instr. 8)	5. Number orDerivative Securities Acquired (Disposed (Instr. 3, 4 5)	(A) or of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 1 5 (
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (4)	<u>(2)</u>	01/03/2017		D		490	<u>(5)</u>	<u>(5)</u>	Common Stock	735	
Restricted Stock Units (4)	<u>(2)</u>	01/03/2017		M		735	<u>(5)</u>	<u>(5)</u>	Common Stock	0	
Restricted Stock Units	(2)	01/03/2017		A	59,523		<u>(7)</u>	<u>(7)</u>	Common Stock	59,523	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

ROSS GEORGE K C/O ACURA PHARAMCEUTICALS, INC. 616 N NORTH COURT PALATINE, IL 60067



## **Signatures**

/s/ George K.
Ross

\*\*Signature of Date

\*\*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) Represents exchange of restricted stock units.
- (2) Par value of \$.01 must be paid by Reporting Person (or withheld from cash distributions) upon exchange of Restricted Stock Units for cash or stock
- (3) Does not include Restricted Stock Units.
- (4) Reflects 1 for 5 Reverse Stock Split effective August 27, 2015.
- (5) 1,225 Restricted Stock Units being exchanged for stock or cash vested in two equal installments on the last day of September 2014 and December 2014.
- (6) Represents closing price of Issuer's common stock on December 30, 2016.

Reporting Owners 2

### Edgar Filing: ACURA PHARMACEUTICALS, INC - Form 4

- 25% of Restricted Stock Units vest on the last day of each of March, June, September and December 2017, subject to immediate vesting in the event of a change of control. Reporting Person may elect to exchange up to 40% of Restricted Stock Units for cash and the
- (7) remaining Restricted Stock Units will be exchanged on a one for one basis for common stock, in each case upon payment of, or deduction of par value. Distributions in respect of vested Restricted Stock Units will be made on the first business day of January 2018, or earlier upon a change of control.

#### (8) N/A

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.