Jones Robert B Form 4 December 17, 2018

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

**OMB** Number:

**OMB APPROVAL** 

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

**SECURITIES** 

1(b).

(Last)

C/O ACURA

(Print or Type Responses)

1. Name and Address of Reporting Person \* Jones Robert B

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

ACURA PHARMACEUTICALS,

INC [ACUR]

(Check all applicable)

3. Date of Earliest Transaction

(Month/Day/Year)

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

12/11/2018

President & CEO

PHARMACEUTICALS, INC., 616 N NORTH COURT

(First)

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

(Zip)

(Middle)

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

PALATINE, IL 60067

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

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

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

5. Amount of Securities Beneficially Owned Following

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

(A)

Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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

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

### Edgar Filing: Jones Robert B - Form 4

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 or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo Num Shar
Restricted Stock Unit	\$ 0.01 (2)	12/11/2018		A	150,000	<u>(3)</u>	(3)	Common Stock	150
Stock Option (5)	\$ 0.151 (6)	12/11/2018		A	50,000	12/11/2019(7)	12/11/2023	Common Stock	50

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Jones Robert B C/O ACURA PHARMACEUTICALS, INC. 616 N NORTH COURT PALATINE, IL 60067

President & CEO

## **Signatures**

/s/ Robert B. 12/17/2018 Jones

\*\*Signature of Date
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) Awarded under the Acura Pharmaceuticals Inc. 2017 Restricted Stock Unit Award Plan (the "Plan").
- (2) Par value of \$.01 must be paid by Reporting Person upon exchange of Restricted Stock Units for stock.
  - 100% of Restricted Stock Units vest on December 11, 2019 or earlier if Reporting Person's service as an employee of Issuer is terminated by Issuer without Cause (as defined in the Plan) or due to Reporting Person's death or Disability (as defined in the Plan) or a qualifying
- (3) change of control occurs. Distributions in respect of vested Restricted Stock Units will be made in three equal installments on the first business day of each of January 2021, 2022, and 2023 or earlier upon a qualifying change of control which also meets certain criteria of Section 409A of the Internal Revenue Code.
- (4) Not Applicable.
- (5) Awarded under the Acura Pharmaceuticals Inc. 2016 Stock Option Plan.
- (6) Exercise price is closing price of Issuer's common stock on December 11, 2018.
- (7) Option vesting and exercisability is accelerated upon a qualifying change of control.

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.

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