

PALATIN TECHNOLOGIES INC

Form 4

June 27, 2014

**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  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HOROVITZ ZOLA P

2. Issuer Name **and** Ticker or Trading  
Symbol  
PALATIN TECHNOLOGIES INC  
[PTN]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

PALATIN TECHNOLOGIES,  
INC., 4B CEDAR BROOK DRIVE

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/25/2014

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

CRANBURY, NJ 08512

(City) (State) (Zip)

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

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

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  
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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)**

| 1. Title of<br>Derivative | 2. Conversion | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if | 4. Transaction | 5. Number of<br>Derivative | 6. Date Exercisable and<br>Expiration Date | 7. Title and Amount<br>of Underlying |
|---------------------------|---------------|-----------------------------------------|----------------------------------|----------------|----------------------------|--------------------------------------------|--------------------------------------|
|---------------------------|---------------|-----------------------------------------|----------------------------------|----------------|----------------------------|--------------------------------------------|--------------------------------------|

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| Security<br>(Instr. 3)               | or Exercise<br>Price of<br>Derivative<br>Security |            | any<br>(Month/Day/Year) | Code<br>(Instr. 8) | Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) |        | (Month/Day/Year) |                           | Securities<br>(Instr. 3 and 4) |                 |                                     |
|--------------------------------------|---------------------------------------------------|------------|-------------------------|--------------------|--------------------------------------------------------------------------------|--------|------------------|---------------------------|--------------------------------|-----------------|-------------------------------------|
|                                      |                                                   |            |                         | Code               | V                                                                              | (A)    | (D)              | Date Exercisable          | Expiration<br>Date             | Title           | Amount<br>or<br>Number<br>of Shares |
| stock<br>option<br>(right to<br>buy) | \$ 1.02                                           | 06/25/2014 |                         | A                  |                                                                                | 15,000 |                  | 07/31/2014 <sup>(1)</sup> | 06/25/2024                     | common<br>stock | 15,000                              |
| restricted<br>share<br>units         | \$ 0 <sup>(2)</sup>                               | 06/25/2014 |                         | A                  |                                                                                | 15,000 |                  | 06/25/2015                | 06/25/2015                     | common<br>stock | 15,000                              |

## Reporting Owners

| Reporting Owner Name / Address                                                              | Relationships                    |
|---------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                             | Director 10% Owner Officer Other |
| HOROVITZ ZOLA P<br>PALATIN TECHNOLOGIES, INC.<br>4B CEDAR BROOK DRIVE<br>CRANBURY, NJ 08512 | X                                |

## Signatures

/s/ Zola P. Horovitz, by Stephen A. Slusher,  
Attorney-In-Fact 06/27/2014

\_\_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 options vest at the rate of 1/12 per month on the last day of each month, starting on July 31, 2014.
- (2) Each restricted share unit represents the right to receive on vesting, without further payment, one share of common stock.

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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