

Amphastar Pharmaceuticals, Inc.

Form 3

June 24, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Zhang Jack Y.

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

06/24/2014

3. Issuer Name and Ticker or Trading Symbol

Amphastar Pharmaceuticals, Inc. [AMPH]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

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

CEO, Chief Science Officer

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting PersonC/O AMPHASTAR
PHARMACEUTICALS,
INC.,Â 11570 6TH STREET

(Street)

RANCHO
CUCAMONGA,Â CAÂ 91730

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1.Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

649,108

D

Â

Common Stock

157,987 ⁽¹⁾

D

Â

Common Stock

7,631,594

I

By APCL ⁽²⁾

Common Stock

5,000

I

By son ⁽³⁾

Common Stock

200,000

I

By son's trust ⁽⁴⁾

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Stock Option (Right to Buy)	Â (5) 08/02/2014	Common Stock	275,000	\$ 22.29	D Â
Stock Option (Right to Buy)	Â (5) 09/28/2015	Common Stock	275,000	\$ 12.97	D Â
Stock Option (Right to Buy)	Â (6) 10/03/2016	Common Stock	262,431	\$ 16.75	D Â
Stock Option (Right to Buy)	Â (7) 07/13/2017	Common Stock	382,448	\$ 11.51	D Â
Stock Option (Right to Buy)	Â (8) 09/28/2017	Common Stock	176,987	\$ 11.53	D Â
Stock Option (Right to Buy)	Â (9) 07/05/2018	Common Stock	1,279,167	\$ 12.02	D Â
Stock Option (Right to Buy)	Â (10) 03/27/2019	Common Stock	514,783	\$ 15.84	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zhang Jack Y. C/O AMPHASTAR PHARMACEUTICALS, INC. 11570 6TH STREET RANCHO CUCAMONGA, CA 91730	Â X	Â X	Â CEO, Chief Science Officer	Â

Signatures

/s/Jack Y. Zhang, by Power of Attorney 06/24/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) This represents deferred stock units that were granted on 3/27/2014 and vest over 4 years in equal annual installments commencing on the first anniversary of the grant date, subject to the reporting person's continued employment with or service to the Issuer or subsidiary thereof through the applicable vesting date.

(2)

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The reporting person and Dr. Mary Z. Luo ("Dr. Luo"), the Chief Operating Officer and the Chairman of the Board of Directors of the Issuer, are the sole owners of Applied Physics & Chemistry Laboratories, Inc. The reporting person and Dr. Luo have shared voting and investment power over these shares.

- (3) Shares held in an account for the benefit of the reporting person's son, Bill Luobei Zhang, who shares the reporting person's household. As such, the reporting person may be deemed to have indirect beneficial ownership of these shares. The reporting person disclaims beneficial ownership of these shares, and the inclusion of these shares in this report should not be deemed an admission of beneficial ownership of any such shares for purposes of Section 16, or for any other purpose.
- (4) Shares held by a trust for the benefit of the reporting person's son, Bill Luobei Zhang, who shares the reporting person's household. As such, the reporting person may be deemed to have indirect beneficial ownership of these shares. The reporting person disclaims beneficial ownership of these shares, and the inclusion of these shares in this report should not be deemed an admission of beneficial ownership of any such shares for purposes of Section 16, or for any other purpose.
- (5) This option is fully vested and exercisable.
- (6) This option was granted on 10/3/2011 and vests over 3 years in equal annual installments commencing on the first anniversary of the grant date, subject to the reporting person's continued (i) employment with or service to the Issuer or subsidiary thereof and (ii) service on the Board of Directors of the Issuer, in each case through the applicable vesting date.
- (7) This option was granted on 7/13/2012 and vests over 4 years in equal annual installments commencing on the first anniversary of the grant date, subject to the reporting person's continued (i) employment with or service to the Issuer or subsidiary thereof and (ii) service on the Board of Directors of the Issuer, in each case through the applicable vesting date.
- (8) This option was granted on 9/28/2012 and vests over 4 years in equal annual installments commencing on the first anniversary of the grant date, subject to the reporting person's continued (i) employment with or service to the Issuer or subsidiary thereof and (ii) service on the Board of Directors of the Issuer, in each case through the applicable vesting date.
- (9) This option was granted on 7/5/2013 and vests over 3 years in equal annual installments commencing on the first anniversary of the grant date, subject to the reporting person's continued (i) employment with or service to the Issuer or subsidiary thereof and (ii) service on the Board of Directors of the Issuer, in each case through the applicable vesting date.
- (10) This option was granted on 3/27/2014 and vests over 3 years in equal annual installments commencing on the first anniversary of the grant date, subject to the reporting person's continued (i) employment with or service to the Issuer or subsidiary thereof and (ii) service on the Board of Directors of the Issuer, in each case through the applicable vesting date.

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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