

Johnson Richard G  
 Form 4  
 September 07, 2017

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Johnson Richard G

2. Issuer Name and Ticker or Trading Symbol  
 PHIBRO ANIMAL HEALTH CORP  
 [PAHC]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Chief Financial Officer

(Last) (First) (Middle)  
 300 FRANK W. BURR BLVD., STE 21  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 09/05/2017

TEANECK, NJ 07666

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

(City) (State) (Zip)

**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 or Price		
Class A Common Stock	09/05/2017		M <sup>(1)</sup>		4,240	A	\$ 11.83
Class A Common Stock	09/05/2017		S <sup>(1)</sup>		4,240	D	\$ 35.56
Class A Common Stock	09/05/2017		M <sup>(1)</sup>		764	A	\$ 11.83
Class A Common Stock	09/05/2017		S <sup>(1)</sup>		764	D	\$ 0

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Common Stock						36.54 (3)		
Class A Common Stock	09/06/2017		M <sup>(1)</sup>	5,664	A	\$ 11.83	5,664	D
Class A Common Stock	09/06/2017		S <sup>(1)</sup>	5,664	D	\$ 35.05 (4)	0	D
Class A Common Stock	09/07/2017		M <sup>(1)</sup>	15,941	A	\$ 11.83	15,941	D
Class A Common Stock	09/07/2017		S <sup>(1)</sup>	15,941	D	\$ 35.77 (5)	0	D
Class A Common Stock	09/07/2017		M <sup>(1)</sup>	3,198	A	\$ 11.83	3,198	D
Class A Common Stock	09/07/2017		S <sup>(1)</sup>	3,198	D	\$ 36.08 (6)	0	D

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.**

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(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to purchase Common Stock	\$ 11.83	09/05/2017		M <sup>(1)</sup>	5,004	03/01/2012	02/28/2019	Class A Common Stock	5,004
Option to purchase	\$ 11.83	09/06/2017		M <sup>(1)</sup>	5,664	03/01/2012	02/28/2019	Class A Common	5,664

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Common Stock									Stock
Option to purchase Common Stock	\$ 11.83	09/07/2017		M(1)	19,139	03/01/2012	02/28/2019	Class A Common Stock	19,139

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Johnson Richard G 300 FRANK W. BURR BLVD. STE 21 TEANECK, NJ 07666			Chief Financial Officer	

**Signatures**

/s/ Thomas G. Dagger, as Attorney-in-Fact for Richard G. Johnson 09/07/2017

         \*\*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 sales reported in the Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 15, 2017.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.20 to \$36.15, inclusive.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.45 to \$36.65, inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.00 to \$35.25, inclusive.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.00 to \$35.95, inclusive.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.00 to \$36.15, inclusive.

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.