

Downing Philip A
Form 3
May 17, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Downing Philip A		(Month/Day/Year)	BIOANALYTICAL SYSTEMS INC [BASI]	
(Last)	(First)	(Middle)	05/08/2013	
C/O BIOANALYTICAL SYSTEMS, INC., Â 2701 KENT AVENUE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)	(Check all applicable)			
	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner		
	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other	6. Individual or Joint/Group Filing(Check Applicable Line)	
	(give title below) (specify below)		_X_ Form filed by One Reporting Person	
	Sen. Dir., Preclinical Srvc.		<input type="checkbox"/> Form filed by More than One Reporting Person	
WEST LAFAYETTE, Â IN Â 47906				
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. 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	4,000	D	Â

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

SEC 1473 (7-02)

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.

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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (1)	12/30/2014	Common Stock	4,000	\$ 5	D	Â
Employee Stock Option (right to buy)	Â (2)	09/04/2018	Common Stock	4,500	\$ 5.09	D	Â
Employee Stock Option (right to buy)	Â (3)	08/15/2020	Common Stock	10,000	\$ 1.01	D	Â
Employee Stock Option (right to buy)	Â (4)	01/16/2023	Common Stock	500	\$ 1.4	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Downing Philip A C/O BIOANALYTICAL SYSTEMS, INC. 2701 KENT AVENUE WEST LAFAYETTE, IN 47906	Â	Â	Â Sen. Dir., Preclinical Srvcs.	Â

Signatures

/s/ Jill Blumhoff, attorney-in-fact for Philip A. Downing 05/17/2013

__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) All of the options are vested and exercisable.
- (2) 1,125 of the options vested and became exercisable on September 4, 2010, 2011 and 2012 and 1,125 of the options vest and become exercisable on September 4, 2013.
- (3) 2,500 of the options vested and became exercisable on August 16, 2012 and 7,500 of the options vest and become exercisable in three equal annual installments beginning on August 16, 2013.
- (4) The options vest in two equal annual installments beginning on January 16, 2014.

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Remarks:

Exhibit List: Exhibit 24.1--Power of Attorney for Philip A. Downing

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.