## Edgar Filing: LANNETT CO INC - Form 4

LANNETT (	CO INC											
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September 2	_											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSI Washington, D.C. 20549						COMMISSION	ОМВ	3235-0287				
Check thi		vvas	snington,	Number:	January 31,							
if no long subject to Section 1 Form 4 o	6. r	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires: 2005 Estimated average burden hours per response 0.5		
Form 5 obligation may cont See Instru 1(b).	ns Section 17(a	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 F	Responses)											
1. Name and Address of Reporting Person <u>*</u> FARBER WILLIAM			2. Issuer Name <b>and</b> Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer				
			LANNETT CO INC [LCI]					(Check all applicable)				
(Last) (First) (Middle) 9000 STATE ROAD			<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>06/09/2008</li></ul>					_X_Director _X_10% Owner Officer (give title below) Other (specify below)				
(Street) PHILADELPHIA, PA 19136			4. If Amendment, Date Original Filed(Month/Day/Year)					<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
	<i></i>							Person				
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Year)		Date, if Transaction(A) or Disposed of Code (D)			of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)					
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
common stock	06/09/2008			G	37,800 (1)	D	\$ 0	8,605,029 <u>(2)</u>	D			
common stock	06/09/2008			G	37,800	А	\$0	112,122 <u>(3)</u>	Ι	see footnote		
common stock	09/10/2008			А	5,000 (4)	А	\$0	8,610,029	D			

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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
FARBER WILLIAM							
9000 STATE ROAD	Х	Х					
PHILADELPHIA, PA 19136							
Signatures							
/s/ Brian J. Kearns attorney in fact	(						
**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) Both William Farber and his wife, Audrey Farber, each gifted 2,700 shares to each of their seven grandchildren for a total gift of 37,800 shares.
- (2) William Farber's beneficial shares includes 207,870 shares owned jointly by William Farber and his spouse Audrey Farber.
- (3) William Farber's indirect shares include 112,122 shares gifted by him and his wife, Audrey, to his seven grandchildren for which he serves as custodian.
- (4) Mr. Farber received a fully vested stock grant of 5,000 shares on September 10, 2008.

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.