

THANGARAJ IMMANUEL

Form 4

January 04, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
THANGARAJ IMMANUEL

2. Issuer Name **and** Ticker or Trading
Symbol
ACURA PHARMACEUTICALS,
INC [ACUR]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
335 BRYANT STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/02/2018

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

PALO ALTO, CA 94301

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(A) or Disposed of Code (Instr. 8)	4. Securities Acquired (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	(A) or (D)	Price
Common Stock	01/02/2018		M ⁽¹⁾		35,714	A	<u>(2)</u> 59,526 ⁽³⁾
Common Stock					1,956,396	I ⁽⁴⁾	By Essex Woodlands Health Ventures Fund V, L.P

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

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

SEC 1474
(9-02)

number.

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 Share
Restricted Stock Units	<u>(2)</u> <u>(5)</u>	01/02/2018		M		35,714		<u>(6)</u>	<u>(6)</u>	Common Stock	35,714
Restricted Stock Units	<u>(2)</u> <u>(5)</u>	01/02/2018		D		23,809		<u>(6)</u>	<u>(6)</u>	Common Stock	23,809
Restricted Stock Units	<u>(2)</u> <u>(5)</u>	01/02/2018		A		66,666		<u>(8)</u>	<u>(8)</u>	Common Stock	66,666

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
THANGARAJ IMMANUEL 335 BRYANT STREET PALO ALTO, CA 94301	X

Signatures

/s/ Immanuel
Thangaraj
01/04/2018

____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) Represents exchange of restricted stock units.

(2) Par value of \$.01 per share must be paid by Reporting Person upon exchange of Restricted Stock Units for stock

(3) Does not include Restricted Stock Units.

(4) The reporting person is a managing director of the general partner of Essex Woodlands Health Ventures Fund V, L.P. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

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(5) 1 - for -1

59,523 Restricted Stock Units were granted on the first business day of January 2017. 25% of such Restricted Stock Units vested on

(6) March 31, 2017, 25% vested on June 30, 2017; 25% vested on September 30, 2017 and 25% vested on December 31, 2017. 40% of such Restricted Stock Units are being settled in cash and 60% are being settled in stock, in each case upon payment of par value.

(7) N/A

25% of Restricted Stock Units vest on the last day of each of March, June, September and December 2018, subject to immediate vesting in the event of a change of control and certain other events. Reporting Person may elect to exchange up to 40% of Restricted Stock Units

(8) for cash and the remaining Restricted Stock Units will be exchanged on a one for one basis for common stock, in each case upon payment of, or deduction of par value. Distributions in respect of vested Restricted Stock Units will be made on the first business day of January 2019, or earlier upon a change of control.

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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