

Ohr Pharmaceutical Inc  
Form 4  
March 09, 2016

**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

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Slakter Jason Scott

(Last) (First) (Middle)

C/O OHR PHARMACEUTICAL  
INC., 800 THIRD AVE., 11TH  
FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Ohr Pharmaceutical Inc [OHRP]

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

03/07/2016

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Chief Executive Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)                  | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|--|---|---|--------------------------|--|--|--|---|
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share | 03/07/2016                              |   | P                        | 1,523 A \$ 3.7   | 873,527  | D  |   |
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share | 03/07/2016                              |   | P                        | 327 A \$ 3.66  | 873,854  | D  |   |
|  | 03/07/2016                              |   | P                        | 300 A  | 874,154  | D  |   |

Edgar Filing: Ohr Pharmaceutical Inc - Form 4

|  |            |   |       |   |            |         |   |
|--|------------|---|-------|---|------------|---------|---|
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share |            |   |       |   | \$<br>3.65 |         |   |
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share | 03/07/2016 | P | 200   | A | \$<br>3.64 | 874,354 | D |
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share | 03/07/2016 | P | 2,200 | A | \$<br>3.63 | 876,554 | D |
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share | 03/07/2016 | P | 300   | A | \$<br>3.61 | 876,854 | D |
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share | 03/07/2016 | P | 400   | A | \$ 3.6     | 877,254 | D |
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share | 03/07/2016 | P | 100   | A | \$<br>3.59 | 877,354 | D |
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share | 03/07/2016 | P | 100   | A | \$<br>3.58 | 877,454 | D |
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share | 03/07/2016 | P | 100   | A | \$<br>3.57 | 877,554 | D |
| Common<br>Stock, par<br>value<br>\$0.0001 per<br>share | 03/07/2016 | P | 100   | A | \$<br>3.55 | 877,654 | D |
|  | 03/07/2016 | P | 100   | A | \$ 3.5     | 877,754 | D |

Common  
Stock, par  
value  
\$0.0001 per  
share

Common  
Stock, par  
value 03/07/2016  
\$0.0001 per  
share

P 100 A \$ 3.49 877,854 D

Common  
Stock, par  
value 03/07/2016  
\$0.0001 per  
share

P 200 A \$ 3.46 878,054 D

Common  
Stock, par  
value 03/07/2016  
\$0.0001 per  
share

P 100 A \$ 3.44 878,154 D

Common  
Stock, par  
value 03/07/2016  
\$0.0001 per  
share

P 100 A \$ 3.41 878,254 D

Common  
Stock, par  
value  
\$0.0001 per  
share

697,865 I

By SKS  
Ocular I  
LLC <sup>(1)</sup>

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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|---|--|---|---|---|
|---|--|---|---|--------------------------------------|---|--|---|---|---|

# Edgar Filing: Ohr Pharmaceutical Inc - Form 4

(Instr. 3,  
4, and 5)

|                | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|----------------|---------------------|--------------------|-------|--|
| Code V (A) (D) |                     |                    |       |  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| Slakter Jason Scott<br>C/O OHR PHARMACEUTICAL INC.<br>800 THIRD AVE., 11TH FLOOR<br>NEW YORK, NY 10022 | X             |           | Chief Executive Officer |       |

## Signatures

/s/ Jason Scott  
Slakter 03/09/2016

\_\_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).

SKS Ocular I LLC directly owns the shares of Common Stock. On May 30, 2014, the Issuer completed an ophthalmology assets acquisition of SKS Ocular LLC and SKS Ocular I LLC. Pursuant to the acquisition agreement, among other things, SKS Ocular I LLC is eligible to receive additional shares of Common Stock in three contingent milestone payments. Milestone 1 has been met and on (1) December 15, 2015, the Issuer issued 497,859 shares of Common Stock to SKS Ocular I LLC. The Reporting Person has investment and voting power with respect to the Common Stock held by SKS Ocular I LLC. Therefore, the Reporting Person may be deemed to beneficially own the shares of Common Stock beneficially owned by SKS Ocular I LLC. The Reporting Person disclaims any beneficial ownership of the Common Stock directly owed by SKS Ocular I LLC except to the extent of his pecuniary interest therein.

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.