

Neos Therapeutics, Inc.
Form 4
July 28, 2015

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HELLER ALAN L

(Last) (First) (Middle)

**C/O NEOS THERAPEUTICS,
INC., 2940 N. HWY 360**

(Street)

GRAND PRAIRIE, TX 75050

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Neos Therapeutics, Inc. [NEOS]

3. Date of Earliest Transaction
(Month/Day/Year)
07/27/2015

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)

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 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	(A) or (D)	Price		
Common Stock	07/27/2015		X		16,408	A	\$ 0.024	126,559	D
Common Stock	07/27/2015		M		28,897	A	\$ 2.31	155,456	D
Common Stock	07/27/2015		M		1,643	A	\$ 0.32	157,099	D
Common Stock	07/28/2015		C		20,833	A	<u>11</u>	177,932	D
Common Stock	07/28/2015		C		100,000	A	<u>11</u>	277,932	D

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Common Stock 07/28/2015 C 91,956 A (1) 369,888 D

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

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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 o Number o Shares
Common Stock Warrant (Right to Buy)	\$ 0.024	07/27/2015		X	16,408	<u>(2)</u> 10/19/2016	Common Stock 16,408
Stock Option (Right to Buy)	\$ 2.31	07/27/2015		M	28,897	<u>(3)</u> 11/14/2022	Common Stock 28,897
Stock Option (Right to Buy)	\$ 0.32	07/27/2015		M	1,643	<u>(3)</u> 08/30/2021	Common Stock 1,643
Series B Preferred Stock	<u>(1)</u>	07/28/2015		C	50,000	<u>(1)</u> <u>(1)</u>	Common Stock 20,833
Series B-1 Preferred Stock	<u>(1)</u>	07/28/2015		C	240,000	<u>(1)</u> <u>(1)</u>	Common Stock 100,000
Series C Preferred Stock	<u>(1)</u>	07/28/2015		C	220,700	<u>(1)</u> <u>(1)</u>	Common Stock 91,956

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HELLER ALAN L C/O NEOS THERAPEUTICS, INC. 2940 N. HWY 360 GRAND PRAIRIE, TX 75050	X			

Signatures

/s/ Benjamin Piper,
attorney-in-fact

07/28/2015

__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).

Each share of the Issuer's Series B preferred stock, Series B-1 preferred stock and Series C preferred stock was automatically converted

(1) on a 2.4-for-1 basis into common stock immediately prior to the closing of the Issuer's initial public offering. The shares of Series B preferred stock, Series B-1 preferred stock and Series C preferred stock had no expiration date.

(2) The warrant was exercisable at any time at the holder's election.

(3) This stock option was fully vested and exercisable.

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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