Miller Larry Lee Form 4 September 07, 2017

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Washington, D.C. 20549

Form 5 obligations may continue. See Instruction

Check this box

subject to

Section 16.

Form 4 or

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

Miller Larry Lee

PHIBRO ANIMAL HEALTH CORP

(Check all applicable) [PAHC]

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

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

Chief Operating Officer

300 FRANK W. BURR BLVD., STE 09/05/2017

(Middle)

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4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

TEANECK, NJ 07666

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative S	Securi	ities Acqu	iired, Disposed of	f, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	Fransaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class A Common Stock	09/05/2017		Code V $M_{\underline{(1)}}$	Amount 4,237	(D)	Price \$ 11.83	4,237	D	
Class A Common Stock	09/05/2017		S <u>(1)</u>	4,237	D	\$ 35.55 (2)	0	D	
Class A Common Stock	09/05/2017		M <u>(1)</u>	810	A	\$ 11.83	810	D	
Class A	09/05/2017		S(1)	810	D	\$	0	D	

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Common Stock					36.49 (3)		
Class A Common Stock	09/06/2017	M <u>(1)</u>	8,587	A	\$ 11.83	8,587	D
Class A Common Stock	09/06/2017	S <u>(1)</u>	8,587	D	\$ 34.97 (4)	0	D
Class A Common Stock	09/07/2017	M <u>(1)</u>	8,236	A	\$ 11.83	8,236	D
Class A Common Stock	09/07/2017	S <u>(1)</u>	8,236	D	\$ 35.68 (5)	0	D
Class A Common Stock	09/07/2017	M(1)	10,589	A	\$ 11.83	10,589	D
Class A Common Stock	09/07/2017	S <u>(1)</u>	10,589	D	\$ 35.96 (6)	0	D

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

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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 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. Transactio Code (Instr. 8)	Secur Secur Acqu or Di (D)	rities nired (A) isposed of r. 3, 4,	6. Date Exercis Expiration Dat (Month/Day/Y	te	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to purchase Common Stock	\$ 11.83	09/05/2017		M <u>(1)</u>		5,047	04/29/2013	02/28/2019	Class A Common Stock	5,047
Option to purchase	\$ 11.83	09/06/2017		M <u>(1)</u>		8,587	04/29/2013	02/28/2019	Class A Common	8,587

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Common Stock

Stock

Common \$ 11.83 09/07/2017 M(1) 18,825 04/29/2013 02/28/2019 Common 18,825

Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Miller Larry Lee

300 FRANK W. BURR BLVD.

STE 21 Chief Operating Officer

TEANECK, NJ 07666

Signatures

/s/ Thomas G. Dagger, as Attorney-in-Fact for Larry Lee
Miller

09/07/2017

**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) The sales reported in the Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 14, 2016.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.20 to \$36.10, inclusive.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.35 to \$36.65, inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.70 to \$35.20, inclusive.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.90 to \$35.88, inclusive.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.90 to \$36.10, inclusive.

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.

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