

WESSON BRUCE F

Form 4

January 08, 2019

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WESSON BRUCE F2. Issuer Name and Ticker or Trading
SymbolACURA PHARMACEUTICALS,
INC [ACUR]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

01/02/2019

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)C/O ACURA
PHARMACEUTICALS, INC., 616
N. NORTH COURT SUITE 120

(Street)

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

PALATINE, IL 60067

(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 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)
Common Stock	01/02/2019		M ⁽¹⁾	66,666 A ⁽²⁾	520,593 ⁽³⁾	D	

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)**

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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)	Amount or Number of Share
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Restricted Stock Units (2017 Plan)	(2) (4)	01/02/2019		M	66,666	(5) (5)	Common Stock	66,666
Restricted Stock Units (2017 Plan)	(2) (4)	01/02/2019		A	83,333	(7) (7)	Common Stock	83,333

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WESSON BRUCE F C/O ACURA PHARMACEUTICALS, INC. 616 N. NORTH COURT SUITE 120 PALATINE, IL 60067	X

Signatures

/s/ Bruce
Wesson 01/08/2019

 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) 1 - for - 1
25% of Restricted Stock Units vested on March 31, 2018, 25% vested on June 30, 2018; 25% vested on September 30, 2018 and 25% vested on December 31, 2018. Restricted Stock Units are being exchanged on a one for one basis for common stock, in each case upon payment of par value.
- (6) N/A

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- 25% of Restricted Stock Units vest on the last day of each of March, June, September and December 2019, 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
- (7) 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 2020, 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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