Giles Richard B Form 3 September 27, 2011

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

Statement

**OMB APPROVAL** 

**OMB** Number:

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Ampio Pharmaceuticals, Inc. [AMPE]

(Print or Type Responses)

Person \*

1. Name and Address of Reporting

Giles Richard B		(Month/Day/Year)	Ampio Pharmaceuticals, Inc. [AMPE]					
(Last)	(First)	(Middle)	05/18/2011	4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)	
C/O AMPIO PHARMACEUTICALS, INC., 5445 DTC PARKWAY, SUITE 925 (Street)  GREENWOOD			(Check all applicable)  _X_ Director 10% Owner Officer Other (give title below) (specify below)					
VILLAGE,	CO 801	11					Reporting Person	
(City)	(State)	(Zip)	Table I -	Non-Derivat	ive Securit	ies Be	neficially Owned	
1.Title of Secu (Instr. 4)	urity		2. Amount Beneficiall (Instr. 4)	of Securities ly Owned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nat Owne (Instr.		
Common St	tock		53,144		D	Â		
Common St	tock		400		D	Â		
Common St	tock		400		D	Â		
Common St	tock		600		D	Â		
Common St	tock		200		D	Â		
Common St	tock		65		D	Â		
Common St	tock		4,545		D	Â		
Common St	tock		18,701		D	Â		
Common St	tock		59,585		D	Â		

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Common Stock	32,000	D	Â
Common Stock	200	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Exercisable	Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)		
Stock Option (right to buy)	01/03/2011	01/03/2021	Common Stock	40,000	\$ 2.2	I	By wife	
Stock Option (right to buy)	08/12/2010	08/12/2020	Common Stock	220,000	\$ 1.03	D	Â	
Stock Option (right to buy)	08/27/2010	08/27/2020	Common Stock	30,000	\$ 1.7	D	Â	
Stock Option (right to buy)	03/31/2011	03/31/2021	Common Stock	150,000	\$ 2.5	D	Â	
Warrant to purchase common stock (right to buy)	02/28/2011	12/31/2013	Common Stock	11,918	\$ 1.75	D	Â	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Giles Richard B C/O AMPIO PHARMACEUTICALS, INC. 5445 DTC PARKWAY, SUITE 925 GREENWOOD VILLAGE, CO 80111	ÂX	Â	Â	Â		
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### **Signatures**

/s/ Richard B.
Giles

\*\*Signature of Reporting Person

O9/20/2011

Date

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## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).

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.