### Edgar Filing: BIOSANTE PHARMACEUTICALS INC - Form 4

#### BIOSANTE PHARMACEUTICALS INC

Form 4 June 21, 2013

## FORM 4

#### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

Form 5 obligations

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

**SECURITIES** 

burden hours per response... 0.5

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Brown Robert E. JR

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Symbol

**BIOSANTE PHARMACEUTICALS** INC [BPAX]

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

Filed(Month/Day/Year)

06/19/2013

X\_ Director Officer (give title

X 10% Owner Other (specify

C/O BIOSANTE

PHARMACEUTICALS, INC., 210

(Street)

MAIN STREET W.

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Form filed by One Reporting Person

\_X\_ Form filed by More than One Reporting

Person

Issuer

below)

BAUDETTE, MN 56623

(City) (State) (Zip) 2. Transaction Date 2A. Deemed

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

1.Title of Security (Instr. 3)

Common

Stock

(Month/Day/Year)

06/19/2013

Execution Date, if

(Month/Day/Year)

3. 4. Securities Acquired (A) Transactionr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned

Following

Ownership Form: Direct (D) or Indirect

Indirect Beneficial Ownership (Instr. 4)

7. Nature of

(A)

(D)

Reported (I) Transaction(s) (Instr. 4)

I

(Instr. 3 and 4) Price

> See Footnote

SEC 1474

(9-02)

Α

Code V Amount

16,918,469

16,918,469 (2)

(1)(2)

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.

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

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title a		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if		onNumber	Expiration D		Amount		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	_	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	,				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(IIISti
					4, and 5)						
					4, and 3)						
								A	mount		
						D.	E	01	r		
						Date	Expiration	Title N	umber		
						Exercisable	Date	01			
				Code V	(A) (D)				hares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
. 0	Director	10% Owner	Officer	Other		
Brown Robert E. JR C/O BIOSANTE PHARMACEUTICALS, INC. 210 MAIN STREET W. BAUDETTE, MN 56623	X	X				
Penn Thomas A. C/O BIOSANTE PHARMACEUTICALS, INC. 210 MAIN STREET W. BAUDETTE, MN 56623	X	X				

## **Signatures**

Roland S. Chase, as 06/21/2013 attorney-in-fact

\*\*Signature of Reporting Person

### **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).
  - On June 19, 2013, the issuer's wholly-owned subsidiary merged with ANIP Acquisition Company d/b/a ANI Pharmaceuticals, Inc. (ANI). Holders of ANI's series D preferred stock received shares of the issuer's common stock as merger consideration. Meridian Venture
- Partners II, L.P. (MVP II) acquired the number of shares of issuer common stock shown in the table in exchange for its shares of ANI series D preferred stock. Meridian Venture Partners II, Co. (MVP Corp.) is the general partner of Meridian Venture Partners II GP, L.P. (GP), the general partner of MVP II. MVP Management Company (MVP Management) d/b/a MVP Capital Partners, is the management company for MVP II and also renders financial and business advisory services to several of the companies in which MVP II has invested.
- (2) Robert E. Brown, Jr., a director of the issuer, is the President, sole stockholder and sole director of MVP Corp., the sole stockholder, director and President of MVP Management, as well as a limited partner of GP and one of two principals of MVP II that are licensed by the Small Business Administration (SBA). Thomas A. Penn, a director of the issuer, is a Vice President of MVP Corp., a Vice President and employee of MVP Management, a limited partner of GP and one of the two SBA-licensed principals of MVP II. Messrs. Brown and Penn disclaim beneficial ownership in such shares of issuer common stock except to the extent of their respective pecuniary interests

Reporting Owners 2

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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.