

ADVANCED PHOTONIX INC
 Form 4
 April 06, 2015

FORM 4

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

OMB APPROVAL

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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 *
 Anderson Jeffrey J

2. Issuer Name and Ticker or Trading Symbol
 ADVANCED PHOTONIX INC
 [API]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 2925 BOARDWALK
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/03/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Financial Officer

ANN ARBOR, MI 48104

(City) (State) (Zip)

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

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 Ownership (Instr. 4)
API Class A Common Stock				(A) or (D) Price	143,993	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)

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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)	8. F. Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 0.95					08/29/2012	07/03/2015	API Class A Common Stock	40,000
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 0.95					08/29/2013	07/03/2015	API Class A Common Stock	40,000
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 0.95					08/29/2014	07/03/2015	API Class A Common Stock	40,000
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 0.63					12/12/2012	07/03/2015	API Class A Common Stock	8,333
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 0.63					06/12/2013	07/03/2015	API Class A Common Stock	8,333
Employee Stock Option (Right to Buy) ⁽¹⁾	\$ 0.63					06/12/2014	07/03/2015	API Class A Common Stock	8,334

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Anderson Jeffrey J
2925 BOARDWALK
ANN ARBOR, MI 48104

Chief Financial Officer

Signatures

Jeffrey
Anderson 04/06/2015

__Signature of Date
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).
- (1) Stock Option granted under Advanced Photonix, Inc's 2007 Equity Incentive Plan.

Remarks:

Effective April 3, 2015, Jeffrey Anderson resigned as Chief Financial Officer of the Issuer. This Form 4 serves as his exit filing.

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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