Insys Therapeutics, Inc. Form 4

May 23, 2016

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Check this box subject to

if no longer Section 16. Form 4 or

Form 5 obligations may continue.

See Instruction

**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(b).

1. Name and Address of Reporting Person \* **BAKER DARRYL S** 

(First) (Middle) (Last)

1333 SOUTH SPECTRUM BLVD,

SUITE 100

(Street)

CHANDLER, AZ 85286

2. Issuer Name and Ticker or Trading

Symbol Insys Therapeutics, Inc. [INSY]

3. Date of Earliest Transaction

(Month/Day/Year)

05/23/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

**OMB APPROVAL** 

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner

X\_ Officer (give title Other (specify below) below)

Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) (Instr. 3) Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A) or Code V Price

Common 05/23/2016 Stock

3. 4. Securities Acquired

> Amount (D)

M 10,000 Reported Transaction(s) (Instr. 3 and 4)

5. Amount of

Securities

Following

Owned

Beneficially

21,030

7. Nature of Ownership Indirect Form: Direct Beneficial (D) or Indirect (I)

Ownership (Instr. 4)

(9-02)

D

(Instr. 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

13.57

1

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 13.57 (1)	05/23/2016		M	10,000	(2)	08/06/2024	Common Stock	10,000

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

BAKER DARRYL S 1333 SOUTH SPECTRUM BLVD, SUITE 100 CHANDLER, AZ 85286

Chief Financial Officer

#### **Signatures**

/s/ Darryl S. 05/23/2016 Baker

\*\*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) The option was previously reported as an option to purchase 45,000 shares at an exercise price of \$27.14 per share, and has been adjusted to reflect the 2-for-1 forward stock split effected by the Issuer on June 5, 2015.
- (2) The option vests in 48 equal monthly installments and will be fully vested and exercisable on August 7, 2018.
- On June 5, 2015, the Issuer effected a 2-for-1 forward stock split, resulting in the reporting person's ownership of 45,000 additional options.

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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