

Diplomat Pharmacy, Inc.
Form 4
August 27, 2015

FORM 4

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

Check this box
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Whelan Sean

(Last) (First) (Middle)

4100 S. SAGINAW STREET

(Street)

FLINT, MI 48507

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Diplomat Pharmacy, Inc. [DPLO]

3. Date of Earliest Transaction
(Month/Day/Year)
08/26/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chief Financial Officer

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/26/2015		M	290,064	A \$ 4.29	292,064	D
Common Stock	08/26/2015		S	119,852	D \$ 37.8963	172,212	D
Common Stock	08/26/2015		S	29,682	D \$ 38.6003	142,530	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**

SEC 1474
(9-02)

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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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Option to Acquire Common Stock	\$ 4.29	08/26/2015		M	290,064	(3) 03/01/2022	Common Stock 290,064

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Whelan Sean 4100 S. SAGINAW STREET FLINT, MI 48507	X		Chief Financial Officer	

Signatures

Jeffrey H. Kuras, by Power of Attorney
08/27/2015

__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).

The price represents the weighted average price of the multiple transactions reported on this line. The shares were sold at prices ranging from \$37.48 to \$38.33 per share. Upon request by the SEC staff, the issuer or any securityholder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.

The price represents the weighted average price of the multiple transactions reported on this line. The shares were sold at prices ranging from \$38.40 to \$38.98 per share. Upon request by the SEC staff, the issuer or any securityholder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.

(3) The options were granted on 03/01/2012 and began to vest in annual increments of 25% of the option grant on the one-year anniversary of the date of grant, to be fully vested after four years. The remaining 96,686 options vest on 03/01/2016.

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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