

NANOIRICIDES, INC.  
Form 4  
February 24, 2014

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Diwan Anil

(Last) (First) (Middle)  
135 WOOD STREET  
(Street)

WEST HAVEN, CT 06516

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
NANOIRICIDES, INC. [NNVC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/18/2014

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)  
President

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)
				Code V	Amount or Price (A) or (D)		
Common Stock	02/18/2014			P	10,000 A \$ 3.58	1,976,347 <sup>(1)</sup>	D
Common Stock	02/18/2014			P	5,000 A \$ 3.3	1,981,347 <sup>(1)</sup>	D
Common Stock	02/18/2014			P	5,000 A \$ 3.57	1,986,347 <sup>(1)</sup>	D
Common Stock	02/18/2014			P	5,000 A \$ 3.55	1,991,347 <sup>(1)</sup>	D
Common Stock	02/18/2014			P	5,000 A \$ 3.62	1,996,347 <sup>(1)</sup>	D

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Common Stock	02/18/2014	P	5,000	A	\$ 3.52	2,001,347 <sup>(1)</sup>	D
Common Stock	02/20/2014	P	15,000	A	\$ 3.8	2,016,347 <sup>(1)</sup>	D

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

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(9-02)

**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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Diwan Anil 135 WOOD STREET WEST HAVEN, CT 06516	X	X	President	

## Signatures

/s/ Anil Diwan                      02/24/2014  
 \*\*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).

Includes 285,714 shares issuable upon exercise of options. Does not include 285,714 shares of the Company's Series A Convertible

(1) Preferred Stock ("Series A") or 9,531,429 shares of common stock and 2,050,000 shares of Series A owned by TheraCour Pharma, Inc., over which Dr. Diwan holds voting and dispositive power.

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