

NANOIRICIDES, INC.
Form 4
July 18, 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 *
BONIUK MILTON

(Last) (First) (Middle)

**C/O NANOIRICIDES, INC., 135
WOOD STREET, SUITE 205**

(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)
07/02/2014

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)

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 (A) or (D) Price | | | |
| Common Stock, par value \$0.001 | 07/17/2014 | | P | | 28,572 (1) | A | \$ 3.5 | 658,963 (2) (3) D |
| Common Stock, par value \$0.001 | 07/17/2014 | | P | | 28,572 (1) | A | \$ 3.5 | 314,286 (4) I |
| | | | | | | | | Held by Boniuk Interests, Ltd. |

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

SEC 1474 (9-02)

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)

| 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 or Number of Shares |
| 10% Coupon Series C Convertible Debenture | \$ 5.25 | 07/02/2014 | | A | 1 | (5) (6) | | Common Stock | 952,381 |
| Series A Convertible Preferred Stock | \$ 0 | 07/11/2014 | | A | 187,000 | (5) (6) | | Common Stock | 654,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BONIUK MILTON C/O NANOIRICIDES, INC. 135 WOOD STREET, SUITE 205 WEST HAVEN, CT 06516 | X | | | |

Signatures

/s/ Milton
Boniuk 07/18/2014

**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).
- (1) The shares of common stock were acquired upon exercise of warrants issued to the Reporting Person on September 11, 2013.
 - (2) Held by the Reporting Person and his wife Laurie Boniuk.
 - (3) Does not include warrants to purchase an additional 542,856 shares of common stock, 314,286 shares of common stock held in the name of Boniuk Interests, Ltd., warrants to purchase an additional 257,142 shares of common stock held in the name of Boniuk Interests, Ltd., 190,477 shares of common stock held by Boniuk Charitable Foundation, 100 shares of common stock issuable upon exercise of warrants

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that are currently exercisable, an indeterminate number of shares of common stock issuable upon conversion of debentures held by Boniuk Interests Ltd. and Boniuk Charitable Foundation that are currently exercisable, 952,381 shares of common stock issuable upon conversion of a debenture and 654,500 shares of common stock underlying shares of Series A Preferred Stock which are not readily exercisable held by Milton Boniuk IRA.

- (4) See Note 3 regarding the explanation of the Reporting Person's other holdings of the Issuer's securities
- (5) The securities are presently exercisable.
- (6) The derivative securities do not expire.

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.