

Hamel Lawrence G  
Form 4  
November 05, 2018

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Hamel Lawrence G

2. Issuer Name **and** Ticker or Trading  
Symbol  
ACELRX PHARMACEUTICALS  
INC [ACRX]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O ACELRX  
PHARMACEUTICALS, INC., 351  
GALVESTON DRIVE

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/02/2018

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify below)  
Chief Development Officer

(Street)  
REDWOOD CITY, CA 94063

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

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 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) |                                     |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|---------------------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|-------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount              | (A) or (D) | Price                                                                                         |                                                          |                                                       |                                     |
| Common Stock                    | 11/02/2018                           |                                                    | A                              |                                                                   | 5,000               | A          | \$ 2.225                                                                                      | 34,795                                                   | I                                                     | By the Hamel Revocable Living Trust |
| Common Stock                    | 11/02/2018                           |                                                    | D                              |                                                                   | 5,000<br><u>(1)</u> | D          | \$ 5                                                                                          | 29,795                                                   | I                                                     | By the Hamel Revocable Living Trust |

# Edgar Filing: Hamel Lawrence G - Form 4

Common  
Stock

24,371 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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | 8. Amount or Number of Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|-------------------------------|
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 2.225                                                           | 11/02/2018                              |                                                             | A                                    | 26,125                                                                                                 | 11/02/2018 <sup>(2)</sup> 11/02/2028                           | Common<br>Stock                                                | 26,125                        |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 2.225                                                           | 11/02/2018                              |                                                             | D                                    | 5,000                                                                                                  | 11/02/2018 <sup>(2)</sup> 11/02/2028                           | Common<br>Stock                                                | 5,000                         |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Hamel Lawrence G  
C/O ACELRX PHARMACEUTICALS, INC.  
351 GALVESTON DRIVE  
REDWOOD CITY, CA 94063

Chief Development Officer

## Signatures

/s/ Martha Adler,  
Attorney-In-Fact

11/05/2018

\_\_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) Shares sold pursuant to a 10b5-1 plan.

On April 7, 2018, the reporting person was granted an option to purchase 52,250 shares of common stock. The option vests in two equal annual installments based on Company's achievement of commercial approval by the U.S. Food and Drug Administration ("FDA") of its

(2) new drug application for "DSUVIA" on or before February 15, 2019; and the remaining 50% of the award shall vest on the one-year anniversary of the date of such FDA approval, in all cases subject to continuous service to the Company. The performance criteria for commercial approval by the FDA for DSUVIA was met on November 2, 2018, resulting in vesting of the option as to 26,125 shares.

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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