## Edgar Filing: ACELRX PHARMACEUTICALS INC - Form 4

ACELRX PHARMACEUTIC Form 4 July 28, 2014	CALS INC					
FORM 4 UNITED		CURITIES AND EXCHANGE Washington, D.C. 20549	COMMISSION		PPROVAL 3235-0287	
if no longer subject to Section 16. Form 4 or Form 5 bligations may continue. See Instruction 1(b).	rsuant to Section (a) of the Publi	ANGES IN BENEFICIAL OV SECURITIES on 16(a) of the Securities Exchar c Utility Holding Company Act e Investment Company Act of 14	nge Act of 1934, of 1935 or Section	Expires: Estimated a burden hou response	irs per	
(Print or Type Responses)						
1. Name and Address of Reporting Rosen Howard B	Sym AC	ssuer Name <b>and</b> Ticker or Trading bol ELRX PHARMACEUTICALS [ACRX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) ( C/O ACELRX PHARMACEUTICALS, IN GALVESTON DRIVE	(Mor 07/2	nte of Earliest Transaction nth/Day/Year) 24/2014	X Director Officer (give below)		6 Owner er (specify	
(Street)	Filed	Filed(Month/Day/Year) Applicable Line) _X_ Form filed by Or			int/Group Filing(Check ne Reporting Person ore than One Reporting	
REDWOOD CITY, CA 940	63		Person		eporting	
(City) (State)	(Zip)	Table I - Non-Derivative Securities A	cquired, Disposed of	, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code Disposed of (D)	SecuritiesFBeneficially(IOwned(I	. Ownership orm: Direct D) or Indirect () Instr. 4)	Indirect	
Reminder: Report on a separate line	e for each class of	securities beneficially owned directly o	or indirectly.			

Persons who respond to the collection of 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)

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable a Date (Month/Day/Year)	and Expiration	7. Title and A Underlying S (Instr. 3 and 4	Securit
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Stock Option (Right to Buy) (1)	\$ 10.22	07/24/2014		A	15,000	08/24/2014(2)(3)	07/23/2024	Common Stock	15,(

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	Director 10% Owner Office		Other		
Rosen Howard B C/O ACELRX PHARMACEUTICALS, INC. 351 GALVESTON DRIVE REDWOOD CITY, CA 94063	Х					
Signatures						
/s/ Christopher Whitmore, Attorney-in-fact	07/28/20	014				
**Signature of Reporting Person	Date					
E						

## **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) Issued pursuant to the 2011 Equity Incentive Plan.
- (2) The shares subject to the option vest as follows: 1/24th of the shares subject to the option vest in equal monthly installments over 24 months, subject to Optionee's Continuous Service on the Company's Board of Directors.
- (3) Single Trigger Acceleration upon Change of Control.

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.