Sibold William John Form 4 May 05, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Expires:

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response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Sibold William John

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

AVANIR PHARMACEUTICALS, INC. [AVNR]

(Check all applicable)

10% Owner

(Last) (First) (Middle)

(Street)

(State)

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

Director Officer (give title

__X__ Other (specify below) below)

101 ENTERPRISE, SUITE 300

05/03/2011

SVP & Chief Commercial Officer 6. Individual or Joint/Group Filing(Check

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

ALISO VIEJO, CA 92656

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Indirect (I) Ownership Owned Following (Instr. 4) (Instr. 4)

Reported (A) Transaction(s)

20,000

or (Instr. 3 and 4) (D) Price

Common 05/03/2011 Stock (1) (3)

Code Amount A 20,000 Α <u>(2)</u>

D

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

(Month/Day/Year)

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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)

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1. Title of	2.	3. Transaction Date		4.	5. Number of	6. Date Exercisable and		7. Title and Amount of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if		orDerivative	Expiration Date		Underlying Securities	
Security (Instr. 3)	or Exercise Price of		(Month/Doy/Voor)	Code (Instr. 8)	Securities	(Month/Day/Year)		(Instr. 3 and 4)	
(IIISu. 3)	Derivative		(Month/Day/Year)	(IIISII. 0)	Acquired (A) or				
					Disposed of (D)				
	Security				(Instr. 3, 4, and				
					5)				
						Date	Expiration	Title	Amount or Number of
				Code V	(A) (D)	Exercisable	Date	11110	Shares
Stock								Common	
Option (3)	\$ 4.17 (4)	05/03/2011		A	250,000	(5)	05/03/2021	Stock	250,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Sibold William John 101 ENTERPRISE, SUITE 300 ALISO VIEJO, CA 92656

SVP & Chief Commercial Officer

Signatures

/s/ Christine Ocampo, by power of attorney for William Sibold

05/05/2011

**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) Each restricted stock unit (RSU) represents a contingent right to receive one share of Avanir Pharmaceuticals, Inc. (AVNR). 25% of the RSUs will vest on May 3, 2012 and the remaining RSUs will vest in 12 equal installments on a quarterly basis thereafter.
- (2) Not applicable.
- (3) Granted pursuant to Avanir Pharmaceuticals, Inc.'s 2003 Equity Incentive Plan.
- (4) Per share.
- (5) 25% of the options will vest on May 3, 2012 and the remaining options will vest in 12 equal installments on a quarterly basis thereafter.

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.

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