

NANOIRICIDES, INC.  
Form 4  
February 16, 2016

**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., 1  
CONTROLS DRIVE**

(Street)

**SHELTON, CT 06484**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/08/2016**

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 Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
|   |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock, par value \$0.001 per share | 02/08/2016                           |  | A                              |   | 9,000   | A  | \$ 1.4  |
|   |                                      |  |                                |   | 159,000 <sup>(1)</sup>  | I  |   |
|   |                                      |  |                                |   |   |  | Held by Milton Boniuk IRA                             |
| Common Stock, par value \$0.001 per share | 02/10/2016                           |  | A                              |   | 9,000   | A  | \$ 1.36   |
|   |                                      |  |                                |   | 168,000 <sup>(1)</sup>  | I  |   |
|   |                                      |  |                                |   |   |  | Held by Milton Boniuk IRA                             |
| Common Stock, par value \$0.001 per share | 02/12/2016                           |  | A                              |   | 34,043  | A  | \$ 1.18   |
|   |                                      |  |                                |   | 976,902 <sup>(1)</sup>  | I  |   |
|   |                                      |  |                                |   |   |  | Held by Boniuk  |

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|   |            |   |         |   |                   |             |   |  |   |
|---|------------|---|---------|---|-------------------|-------------|---|--|---|
| value<br>\$0.001 per<br>share                         |            |   |         |   | (2)               |             |   |  | Interests<br>Ltd.                             |
| Common<br>Stock, par<br>value<br>\$0.001 per<br>share | 02/12/2016 | A | 34,043  | A | \$<br>1.18<br>(3) | 605,474 (1) | I |  | Held by<br>Boniuk<br>Charitable<br>Foundation |
| Common<br>Stock, par<br>value<br>\$0.001 per<br>share | 02/12/2016 | A | 141,844 | A | \$<br>1.18<br>(4) | 309,844 (1) | I |  | Held by<br>Milton<br>Boniuk IRA               |

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<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   |                                      |  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares                                     |
|   |  |   |   |                                      |  | Code   | V (A) (D)   |   |  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BONIUK MILTON<br>C/O NANOIRICIDES, INC.<br>1 CONTROLS DRIVE<br>SHELTON, CT 06484 | X             |           |         |       |

## Signatures

/s/ Milton  
Boniuk

02/16/2016

\_\_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) Represents the price of shares issued upon conversion of quarterly interest in the amount of \$40,000 payable pursuant to a previously issued debenture.

Does not include: 952,381 shares of Common Stock issuable upon conversion of a 10% Coupon Series C Convertible Debenture, or 187,000 shares of Series A Preferred Stock held by Milton Boniuk IRA, convertible into 654,500 shares of common stock, which are not readily convertible; 1,133,963 shares of Common Stock and warrants to purchase an additional 571,428 shares of Common Stock held by

(2) the Reporting Person and his wife; warrants to purchase an additional 285,714 shares of Common Stock or an indeterminate number of shares of Common Stock issuable upon conversion of debentures held by Boniuk Interests, Ltd.; or 605,474 shares of Common Stock held by the Boniuk Charitable Foundation. Dr. Boniuk holds voting and dispositive power over the Boniuk Charitable Foundation, Boniuk Interests Ltd. and the Milton Boniuk IRA.

- (3) Represents the price of shares issued upon conversion of quarterly interest in the amount of \$40,000 payable pursuant to a previously issued debenture.

- (4) Represents the price of shares issued upon conversion of quarterly interest in the amount of \$166,666.67 payable pursuant to a previously issued debenture.

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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