

TYLER W EDWIN  
Form 4  
May 24, 2018

**FORM 4**

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

OMB APPROVAL

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**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 \*  
TYLER W EDWIN

2. Issuer Name and Ticker or Trading Symbol  
NANOPHASE TECHNOLOGIES Corp [NANX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
05/23/2018

Director  10% Owner  
 Officer (give title below)  Other (specify below)

C/O NANOPHASE TECHNOLOGIES CORP, 1319 MARQUETTE DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

ROMEDEVILLE, IL 60446

(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 Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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)**

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| 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 |
| Common Stock (right to purchase)           | \$ 1.19  |                                      |  |                                |   |  |     | 01/12/2012 <sup>(1)</sup>                                     | 01/12/2021      | common stock | 10,000                     |
| Common Stock (right to purchase)           | \$ 0.3   |                                      |  |                                |   |  |     | 08/07/2013 <sup>(1)</sup>                                     | 08/07/2022      | common stock | 10,000                     |
| Common Stock (right to purchase)           | \$ 0.415   |                                      |  |                                |   |  |     | 02/14/2014 <sup>(1)</sup>                                     | 02/14/2023      | common stock | 12,000                     |
| Common Stock (right to purchase)           | \$ 0.52  |                                      |  |                                |   |  |     | 02/13/2015 <sup>(1)</sup>                                     | 02/13/2024      | common stock | 12,000                     |
| Common Stock (right to purchase)           | \$ 0.44  |                                      |  |                                |   |  |     | 02/18/2016 <sup>(1)</sup>                                     | 02/18/2025      | common stock | 10,800                     |
| Common Stock (right to purchase)           | \$ 0.42  |                                      |  |                                |   |  |     | 02/23/2017 <sup>(1)</sup>                                     | 02/23/2026      | common stock | 9,720                      |
| Common Stock (right to purchase)           | \$ 0.68  |                                      |  |                                |   |  |     | 02/21/2018 <sup>(1)</sup>                                     | 02/21/2027      | Common Stock | 12,000                     |
| Common Stock (right to purchase)           | \$ 0.82  | 05/23/2018                           |  | A                              |   | 12,000   |     | 05/23/2019 <sup>(1)</sup>                                     | 05/23/2028      | Common Stock | 12,000                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| TYLER W EDWIN<br>C/O NANOPHASE TECHNOLOGIES CORP<br>1319 MARQUETTE DRIVE<br>ROMEDEVILLE, IL 60446 | X             |           |         |       |

## Signatures

By Jess Jankowski under UPA for W. Ed  
Tyler 05/24/2018

\*\*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) Subject to certain restrictions, beginning on this date, options vest in three equal annual installments.

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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