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BIODELIVERY SCIENCES INTERNATIONAL INC

Form 4

August 14, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

January 31, Expires:

OMB APPROVAL

2005

0.5

Estimated average

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response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

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)

1. Name and Address of Reporting Person * **Bramlage Charles**

2. Issuer Name and Ticker or Trading

Symbol

08/13/2015

BIODELIVERY SCIENCES

5. Relationship of Reporting Person(s) to

Issuer

below)

INTERNATIONAL INC [BDSI]

(Check all applicable)

(Last)

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

10% Owner Officer (give title Other (specify

C/O BIODELIVERY SCIENCES INTL, INC., 4131 PARKLAKE

(Street)

(State)

AVE., SUITE 225

4. If Amendment, Date Original

 $M^{(1)}$

Applicable Line)

X_ Director

Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

RALEIGH, NC 27612

(City)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

(Zip)

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

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

or (D) Amount

(A)

Transaction(s) (Instr. 3 and 4)

Code V Price

19,300

7,500 \$0 D Α 9,300

Common Stock

Common

Stock

08/13/2015

08/13/2015

 $M^{(2)}$ 10.000 A \$0 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)

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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 onDerivative 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 Share
Restricted Stock Units	\$ 0	08/13/2015		M <u>(1)</u>		7,500	08/13/2015	08/13/2015	Common Stock	7,500
Restricted Stock Units	\$ 0	08/13/2015		M(2)		10,000	08/13/2015	<u>(2)</u>	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
<u>,</u>	Director	10% Owner	Officer	Other		
mlage Charles BIODELIVERY SCIENCES INTL, INC. 1 PARKLAKE AVE., SUITE 225 LEIGH, NC 27612	X					

Signatures

Bran C/O 4131 RAL

/s/ Charles J. 08/14/2015 Bramlage

**Signature of Date
Reporting Person

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) The shares of common stock were acquired by the Reporting Person as a result of the vesting of 7,500 Restricted Stock Units ("RSUs") granted to the Reporting Person on July 17, 2014 under the Issuer's 2011 Equity Incentive Plan, as amended.
- The shares of common stock were acquired by the Reporting Person as a result of the vesting of one-half of the RSUs granted to the (2) Reporting Person on July 16, 2015 under the Issuer's 2011 Equity Incentive Plan, as amended. The remaining RSUs under this grant will vest in the first open window following the Company's 2016 Annual Meeting of Stockholders.

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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