

PATHEON INC  
Form 3  
April 26, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Garofolo Paul M		(Month/Day/Year)	PATHEON INC [PTI]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		04/26/2011		
4721 EMPEROR BLVD,Â SUITE 200			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			EVP and Chief Technology Offic	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person
DURHAM,Â NCÂ 27703				
(City)	(State)	(Zip)		

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

(Instr. 5)

Employee Stock Option (right to buy)	Â (1)	06/19/2015	Restricted Voting Shares	75,000	\$ 4.11 (2)	D	Â
Employee Stock Option (right to buy)	Â (3)	10/26/2016	Restricted Voting Shares	50,000	\$ 2.43 (4)	D	Â
Employee Stock Option (right to buy)	Â (5)	03/17/2020	Restricted Voting Shares	90,000	\$ 2.56 (6)	D	Â
Employee Stock Option (right to buy)	Â (7)	06/15/2020	Restricted Voting Shares	132,000	\$ 2.53 (8)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Garofolo Paul M 4721 EMPEROR BLVD SUITE 200 DURHAM, NC 27703	Â	Â	Â EVP and Chief Technology Officer	Â

## Signatures

/s/ David S Field,  
Attorney-in-fact

04/26/2011

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 option vests in three equal annual installments on June 19, 2009, June 19, 2010 and June 19, 2011.
  - (2) The exercise price was converted from C\$4.16 using the noon rate of exchange of the Bank of Canada on the date of grant. The actual exercise prices will be the Canadian dollar amount regardless of the exchange rate on the date of grant or of exercise.
  - (3) The option vests in three equal annual installments on October 26, 2010, October 26, 2011 and October 26, 2012.
  - (4) The exercise price was converted from C\$2.58 using the noon rate of exchange of the Bank of Canada on the date of grant. The actual exercise prices will be the Canadian dollar amount regardless of the exchange rate on the date of grant or of exercise.
  - (5) The option vests in five equal annual installments on March 17, 2011, March 17, 2012, March 17, 2013, March 17, 2014 and March 17, 2015.
  - (6) The exercise price was converted from C\$2.59 using the noon rate of exchange of the Bank of Canada on the date of grant. The actual exercise prices will be the Canadian dollar amount regardless of the exchange rate on the date of grant or of exercise.
  - (7) The option vests in five equal annual installments on June 15, 2011, June 15, 2012, June 15, 2013, June 15, 2014 and June 15, 2015.
  - (8) The exercise price was converted from C\$2.60 using the noon rate of exchange of the Bank of Canada on the date of grant. The actual exercise prices will be the Canadian dollar amount regardless of the exchange rate on the date of grant or of exercise.

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**Remarks:**

ExhibitÂ List

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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