

Amphastar Pharmaceuticals, Inc.  
 Form 4  
 March 30, 2015

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0287  
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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 \*  
 Shandell Jason B.

2. Issuer Name and Ticker or Trading Symbol  
 Amphastar Pharmaceuticals, Inc.  
 [AMPH]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President

(Last) (First) (Middle)  
 C/O AMPHASTAR  
 PHARMACEUTICALS,  
 INC., 11570 6TH STREET  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 07/07/2014

RANCHO  
 CUCAMONGA, CA 91730  
 (City) (State) (Zip)

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

**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)	Price		
Common Stock	07/07/2014		F	4,413 (1)	D \$ 8.75	123,019	D
Common Stock	08/01/2014		F	1,352 (1)	D \$ 8.84	121,667	D
Common Stock	09/26/2014		F	770 (1)	D \$ 11.83	120,897	D
Common Stock	10/03/2014		F	988 (1)	D \$ 11.41	119,909	D

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Common Stock    03/26/2015                         A       50,167<sup>(2)</sup>       A    \$ 0    170,076          D

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

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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. 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 Number Shares
Employee Stock Option (right to buy)	\$ 14.95	03/26/2015		A	150,183	<u>(3)</u> 03/26/2025	Common Stock	150,18	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shandell Jason B. C/O AMPHASTAR PHARMACEUTICALS, INC. 11570 6TH STREET RANCHO CUCAMONGA, CA 91730	X		President	

## Signatures

/s/ Ken Stupak, by power of attorney      03/27/2015

\*\*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) The reported securities were withheld to satisfy the Reporting Person's tax liability in connection with the vesting of deferred stock units (DSUs).
- (2) The reported securities are represented by DSUs which vest in four equal annual installments beginning on March 26, 2016.

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(3) Shares subject to the option vest in four equal annual installments beginning on March 26, 2016.

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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