

NANOIRICIDES, INC.

Form 4

October 20, 2014

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BONIUK MILTON

(Last) (First) (Middle)

**C/O NANOIRICIDES, INC., 135
WOOD STREET, SUITE 205**

(Street)

WEST HAVEN, CT 06516

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

NANOIRICIDES, INC. [NNVC]

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

09/26/2014

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)
Common Stock, par value \$0.001	09/26/2014		P	3,167 A	\$ 3.2034	662,130 ⁽¹⁾	D
Common Stock, par value \$0.001	09/29/2014		P	15,841 A	\$ 3.1978	677,921 ⁽¹⁾	D
Common Stock, par value \$0.001	09/30/2014		P	19,300 A	\$ 3.1565	697,271 ⁽¹⁾	D

Common Stock, par value \$0.001	09/30/2014	P	30,300	A	\$ 2.9985	727,571 ⁽¹⁾	D
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Common Stock, par value \$0.001	09/30/2014	P	11,692	A	\$ 3.1548	739,263 ⁽¹⁾	D
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Common Stock, par value \$0.001	10/01/2014	P	1,200	A	\$ 3.1	740,463 ⁽¹⁾	D
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Common Stock, par value \$0.001	10/01/2014	P	18,500	A	\$ 3.1	758,963 ⁽¹⁾	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

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 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code	V	(A)	(D)		

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BONIUK MILTON C/O NANO VIRICIDES, INC.	X

135 WOOD STREET, SUITE 205
WEST HAVEN, CT 06516

Signatures

/s/ Milton

10/20/2014

Boniuk

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).

Held by the Reporting Person and his wife. Does not include warrants to purchase an additional 542,856 shares of common stock held by the Reporting Person and his wife. Does not include: 190,477 shares of common stock held by the Boniuk Charitable Foundation; 314,286 shares of common stock and warrants to purchase 257,142 shares of common stock currently exercisable or an indeterminate

- (1) number of shares of common stock issuable upon conversion of debentures held by Boniuk Interests Ltd.; or 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. Dr. Boniuk holds voting and dispositive power over the Boniuk Charitable Foundation, Boniuk Interests Ltd. and the Milton Boniuk IRA.

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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