

Johnson Richard G  
 Form 4  
 September 07, 2017

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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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 \*  
 Johnson Richard G

2. Issuer Name and Ticker or Trading Symbol  
 PHIBRO ANIMAL HEALTH CORP  
 [PAHC]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 300 FRANK W. BURR BLVD., STE 21  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 09/05/2017

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Chief Financial Officer

TEANECK, NJ 07666

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

(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 Indirect Beneficial Ownership (Instr. 4)	
				Code	V	Amount	(A) or (D)	Price
Class A Common Stock	09/05/2017		M <sup>(1)</sup>	A	4,240	\$ 11.83	D	
Class A Common Stock	09/05/2017		S <sup>(1)</sup>	D	4,240	\$ 35.56	D	
Class A Common Stock	09/05/2017		M <sup>(1)</sup>	A	764	\$ 11.83	D	
Class A Common Stock	09/05/2017		S <sup>(1)</sup>	D	764	\$ 0	D	

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Common Stock						36.54 (3)		
Class A Common Stock	09/06/2017		M <sup>(1)</sup>	5,664	A	\$ 11.83	5,664	D
Class A Common Stock	09/06/2017		S <sup>(1)</sup>	5,664	D	\$ 35.05 (4)	0	D
Class A Common Stock	09/07/2017		M <sup>(1)</sup>	15,941	A	\$ 11.83	15,941	D
Class A Common Stock	09/07/2017		S <sup>(1)</sup>	15,941	D	\$ 35.77 (5)	0	D
Class A Common Stock	09/07/2017		M <sup>(1)</sup>	3,198	A	\$ 11.83	3,198	D
Class A Common Stock	09/07/2017		S <sup>(1)</sup>	3,198	D	\$ 36.08 (6)	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)

**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 or Number of Shares
Option to purchase Common Stock	\$ 11.83	09/05/2017		M <sup>(1)</sup>	5,004	03/01/2012	02/28/2019	Class A Common Stock	5,004
Option to purchase	\$ 11.83	09/06/2017		M <sup>(1)</sup>	5,664	03/01/2012	02/28/2019	Class A Common	5,664

Common Stock									Stock
Option to purchase Common Stock	\$ 11.83	09/07/2017		M <sup>(1)</sup>	19,139	03/01/2012	02/28/2019	Class A Common Stock	19,139

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Johnson Richard G 300 FRANK W. BURR BLVD. STE 21 TEANECK, NJ 07666			Chief Financial Officer	

## Signatures

/s/ Thomas G. Dagger, as Attorney-in-Fact for Richard G. Johnson	09/07/2017
**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 sales reported in the Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 15, 2017.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.20 to \$36.15, inclusive.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.45 to \$36.65, inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.00 to \$35.25, inclusive.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.00 to \$35.95, inclusive.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.00 to \$36.15, inclusive.

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.