

Mancuso Antonella  
Form 4  
April 05, 2013

# FORM 4

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

OMB APPROVAL

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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 \*  
Mancuso Antonella

(Last) (First) (Middle)

VIALE GB STUCCHI 110

(Street)

MONZA, L6 20900

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
PATHEON INC [PTI]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/03/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

President, Gbl Commercial Ops

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Restricted Voting Shares        | 04/03/2013                           |  | M                              |   | 49,748  | A  | \$ 3.2<br>(1)   |
| Restricted Voting Shares        | 04/03/2013                           |  | M                              |   | 50,000  | A  | \$ 2.54<br>(2)  |
| Restricted Voting Shares        | 04/03/2013                           |  | M                              |   | 42,000  | A  | \$ 2.55<br>(3)  |
| Restricted Voting Shares        | 04/03/2013                           |  | M                              |   | 45,600  | A  | \$ 187,348<br>2.56                                    |

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|            |            |  |   |         |   |            |         |   |
|------------|------------|--|---|---------|---|------------|---------|---|
| Shares     |            |  |   |         |   | <u>(4)</u> |         |   |
| Restricted |            |  |   |         |   | \$         |         |   |
| Voting     | 04/03/2013 |  | M | 13,250  | A | 1.82       | 200,598 | D |
| Shares     |            |  |   |         |   | <u>(5)</u> |         |   |
| Restricted |            |  |   |         |   | \$         |         |   |
| Voting     | 04/03/2013 |  | S | 200,598 | D | 4.09       | 0       | D |
| Shares     |            |  |   |         |   | <u>(6)</u> |         |   |

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

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(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) | Amount or Number of Shares |        |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      |        |
| Employee Stock Option (right to buy)       | \$ 3.2 <u>(1)</u>                                      | 04/03/2013                           |  | M                              | 49,748  | <u>(7)</u>   | 01/21/2015  | Restricted Voting Shares   | 49,748 |
| Employee Stock Option (right to buy)       | \$ 2.54 <u>(2)</u>                                     | 04/03/2013                           |  | M                              | 50,000  | <u>(8)</u>   | 10/26/2016  | Restricted Voting Shares   | 50,000 |
| Employee Stock Option (right to buy)       | \$ 2.55 <u>(3)</u>                                     | 04/03/2013                           |  | M                              | 42,000  | <u>(9)</u>   | 03/17/2020  | Restricted Voting Shares   | 42,000 |
| Employee Stock Option (right to buy)       | \$ 2.56 <u>(4)</u>                                     | 04/03/2013                           |  | M                              | 45,600  | <u>(10)</u>  | 06/15/2020  | Restricted Voting Shares   | 45,600 |

|  |                        |            |   |        |                 |            |                                |        |
|--|------------------------|------------|---|--------|-----------------|------------|--------------------------------|--------|
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 1.82 <sup>(5)</sup> | 04/03/2013 | M | 13,250 | <sup>(11)</sup> | 03/13/2020 | Restricted<br>Voting<br>Shares | 13,250 |
|--|------------------------|------------|---|--------|-----------------|------------|--------------------------------|--------|

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| Mancuso Antonella<br>VIALE GB STUCCHI 110<br>MONZA, L6 20900 |               |           | President, Glbl Commercial Ops |       |

## Signatures

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

04/05/2013

\*\*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 exercise price was converted from C\$3.25 based on the April 3, 2013 closing rate of exchange of 1.0143 Canadian dollars per U.S. dollars as quoted by Reuters.
  - (2) The exercise price was converted from C\$2.58 based on the April 3, 2013 closing rate of exchange of 1.0143 Canadian dollars per U.S. dollars as quoted by Reuters.
  - (3) The exercise price was converted from C\$2.59 based on the April 3, 2013 closing rate of exchange of 1.0143 Canadian dollars per U.S. dollars as quoted by Reuters.
  - (4) The exercise price was converted from C\$2.60 based on the April 3, 2013 closing rate of exchange of 1.0143 Canadian dollars per U.S. dollars as quoted by Reuters.
  - (5) The exercise price was converted from C\$1.85 based on the April 3, 2013 closing rate of exchange of 1.0143 Canadian dollars per U.S. dollars as quoted by Reuters.
  - (6) The sale price was converted from C\$4.15 based on the April 3, 2013 closing rate of exchange of 1.0143 Canadian dollars per U.S. dollars as quoted by Reuters.
  - (7) The option vested in three equal annual installments on January 21, 2009, January 21, 2010 and January 21, 2011.
  - (8) The option vested in three equal annual installments on October 26, 2010, October 26, 2011 and October 26, 2012.
  - (9) 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.
  - (10) 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.
  - (11) The option vests in five equal annual installments on March 14, 2013, March 14, 2014, March 14, 2015, March 14, 2016 and March 14, 2017.

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