

Pacira Pharmaceuticals, Inc.
Form 4
May 30, 2013

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 *
EVNIN LUKE

(Last) (First) (Middle)

C/O MPM ASSET
MANAGEMENT, 200
CLARENDON STREET, 54TH
FLOOR

(Street)

BOSTON, MA 02116

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
Pacira Pharmaceuticals, Inc. [PCRX]

3. Date of Earliest Transaction
(Month/Day/Year)
05/28/2013

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)	
			Code	V	Amount (A) or (D)	Price			
Common Stock	05/28/2013		S <u>(1)</u>		114,837 <u>(2)</u>	D \$ 30.62 <u>(3)</u>	1,061,535	I	See Footnote <u>(4)</u>
Common Stock	05/28/2013		S <u>(1)</u>		74,980 <u>(5)</u>	D \$ 31.38 <u>(6)</u>	986,555	I	See Footnote <u>(7)</u>
Common Stock	05/28/2013		S <u>(1)</u>		5,300 <u>(8)</u>	D \$ 32.14 <u>(9)</u>	981,255	I	See Footnote <u>(10)</u>

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Common Stock	05/29/2013	S ⁽¹⁾	20,411 (11)	D	\$ 30	960,844	I	See Footnote (12)
Common Stock						22,746	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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

EVNIN LUKE
C/O MPM ASSET MANAGEMENT
200 CLARENDON STREET, 54TH FLOOR
BOSTON, MA 02116

X

Signatures

/s/ Luke Evnin 05/30/2013

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).

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- (1) This transaction was pursuant to a 10b5-1 Plan.
The shares were sold as follows: 107,625 by MPM BioVentures IV-QP, L.P. ("BV IV QP"), 4,146 by MPM BioVentures IV GmbH & Co. Beteiligungs KG ("BV IV KG") and 3,066 by MPM Asset Management Investors BV4 LLC ("AM BV4"). MPM BioVentures IV GP LLC and MPM BioVentures IV LLC ("BV LLC") are the direct and indirect general partners of BV IV QP and BV IV KG and BV LLC is the manager of AM BV4. The Reporting Person is a member of BV LLC.
- (2) Represents the average sales price. The shares were sold between \$30.00 and \$31.00. The Reporting Person will provide upon request to the SEC, the Issuer, or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- (3) The shares are held as follows: 994,948 by BV IV QP, 38,334 by BV IV KG and 28,253 by AM BV4. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.
- (4) The shares were sold as follows: 70,271 by BV IV QP, 2,707 by BV IV KG and 2,002 by AM BV4.
- (5) Represents the average sales price. The shares were sold between \$31.01 and \$32.01. The Reporting Person will provide upon request to the SEC, the Issuer, or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- (6) The shares are held as follows: 924,677 by BV IV QP, 35,627 by BV IV KG and 26,251 by AM BV4. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.
- (7) The shares were sold as follows: 4,968 by BV IV QP, 191 by BV IV KG and 141 by AM BV4.
- (8) Represents the average sales price. The shares were sold between \$32.12 and \$32.33. The Reporting Person will provide upon request to the SEC, the Issuer, or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- (9) The shares are held as follows: 919,709 by BV IV QP, 35,436 by BV IV KG and 26,110 by AM BV4. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.
- (10) The shares were sold as follows: 19,129 by BV IV QP, 737 by BV IV KG and 545 by AM BV4.
- (11) The shares are held as follows: 900,580 by BV IV QP, 34,699 by BV IV KG and 25,565 by AM BV4. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.
- (12)

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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