

NANOPHASE TECHNOLOGIES Corp

Form 4

February 24, 2016

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
JANKOWSKI JESS

2. Issuer Name **and** Ticker or Trading
Symbol
NANOPHASE TECHNOLOGIES
Corp [NANX]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1319 MARQUETTE DRIVE

(Street)

ROMEDEVILLE, IL 60446

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
02/23/2016

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President, CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock					38,801	D	
Common Stock					1,000	I	Spouse's IRA

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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SEC 1474
(9-02)

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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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock (right to buy)	\$ 6.01							09/27/2007 ⁽¹⁾	09/27/2016	Common Stock	15,000
Common Stock (right to buy)	\$ 4.48							11/06/2008 ⁽¹⁾	11/06/2017	Common Stock	18,000
Common Stock (right to buy)	\$ 3.14							05/12/2009 ⁽¹⁾	05/12/2018	Common Stock	23,000
Common Stock (right to buy)	\$ 1.02							05/04/2010 ⁽¹⁾	05/04/2019	Common Stock	30,000
Common Stock (right to buy)	\$ 1.7							05/03/2011 ⁽¹⁾	05/03/2020	Common Stock	27,000
Common Stock (right to buy)	\$ 1.26							05/02/2012 ⁽¹⁾	05/02/2021	Common Stock	85,000
Common Stock (right to buy)	\$ 0.3							08/07/2013 ⁽¹⁾	08/07/2022	Common Stock	98,000
Common Stock (right to buy)	\$ 0.415							02/14/2014 ⁽¹⁾	02/14/2023	Common Stock	90,000
	\$ 0.52							02/13/2015 ⁽²⁾	02/13/2024		90,000

Common Stock (right to purchase)								Common Stock	
Common Stock (right to purchase)	\$ 0.44				02/18/2016 ⁽³⁾	02/18/2025		Common Stock	81,000
Common Stock (right to purchase)	\$ 0.42	02/23/2016	A	69,000	02/23/2017 ⁽³⁾	02/23/2026		Common Stock	69,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JANKOWSKI JESS 1319 MARQUETTE DRIVE ROMEONVILLE, IL 60446	X		President, CEO	

Signatures

Jess A. Jankowski 02/24/2016

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) Subject to certain restrictions, beginning on this date, options vest in three equal annual installments.
- (2) Subject to certain restrictions, beginning on this date, options vest in three equal installments.
- (3) Subject to certain restrictions, beginning on this date, the options vest in three equal annual installments.

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.