

Amphastar Pharmaceuticals, Inc.  
 Form 4  
 September 22, 2016

**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 \*  
 Zhang Jack Y.

2. Issuer Name and Ticker or Trading Symbol  
 Amphastar Pharmaceuticals, Inc.  
 [AMPH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 09/20/2016

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 CEO & Chief Science Officer

C/O AMPHASTAR  
 PHARMACEUTICALS,  
 INC., 11570 6TH STREET

(Street)

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

RANCHO  
 CUCAMONGA, CA 91730

(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
Common Stock	09/20/2016		M		207,350	A	\$ 16.753
Common Stock	09/20/2016		S <sup>(1)</sup>		76,152	D	\$ 20.727 <sup>(2)</sup>
Common Stock	09/20/2016		S <sup>(1)</sup>		131,198	D	\$ 21.3291 <sup>(3)</sup>
Common Stock	09/21/2016		M		55,081	A	\$ 16.753

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Common Stock	09/21/2016	<u>S</u> <sup>(1)</sup>	54,581	D	\$ <u>20.696</u> <sup>(4)</sup>	1,088,835	D	
Common Stock	09/21/2016	<u>S</u> <sup>(1)</sup>	500	D	\$ <u>21.452</u> <sup>(5)</sup>	1,088,335	D	
Common Stock	09/20/2016	M	181,768	A	\$ 16.753	934,089	I	See footnote <u>(6)</u>
Common Stock	09/20/2016	<u>S</u> <sup>(1)</sup>	86,555	D	\$ <u>20.7387</u> <sup>(2)</sup>	847,534	I	See footnote <u>(6)</u>
Common Stock	09/20/2016	<u>S</u> <sup>(1)</sup>	95,213	D	\$ <u>21.3279</u> <sup>(3)</sup>	752,321	I	See footnote <u>(6)</u>
Common Stock						7,461,594	I	See footnote <u>(7)</u>
Common Stock						5,000	I	See footnote <u>(8)</u>
Common Stock						200,000	I	See footnote <u>(9)</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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Option (right to buy)	\$ 16.753	09/20/2016		M	207,350	<u>(10)</u> 10/03/2016	Common Stock 207,350



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The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$21.26 to \$21.50, inclusive.

(6) The securities are held of record by Mary Z. Luo. The reporting persons are husband and wife.

(7) The shares are held of record by APCL, of which the reporting persons are the sole owners.

(8) The shares are held of record in an account for the benefit of the reporting persons' son. The reporting persons disclaim beneficial ownership of these shares, and the inclusion of these shares in this report should not be deemed an admission of beneficial ownership of any such shares for purposes of Section 16, or for any other purpose.

(9) The shares are held of record by a trust for the benefit of the reporting persons' son. The reporting persons disclaim beneficial ownership of these shares, and the inclusion of these shares in this report should not be deemed an admission of beneficial ownership of any such shares for purposes of Section 16, or for any other purpose.

(10) Shares subject to the option are fully vested and immediately exercisable.

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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