

Cherevka Holli  
Form 4  
October 02, 2018

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Cherevka Holli

(Last) (First) (Middle)

C/O AMPIO  
PHARMACEUTICALS, INC., 373  
INVERNESS PARKWAY, SUITE  
200

(Street)

ENGLEWOOD, CO 80112

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Ampio Pharmaceuticals, Inc.  
[AMPE]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/01/2018

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 \_\_\_\_ Other (specify  
below) below)  
Chief Operating Officer

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)
				(A) or (D)			
			Code	V	Amount		Price

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

**Persons who respond to the collection of  
information contained in this form are not  
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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)

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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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Underlying Security (Instr. 3 and 4)
Employee Stock Option (Right to Buy)	\$ 4.72	10/01/2018		D <sup>(1)</sup>			45,000	<sup>(2)</sup>	04/02/2023	Common Stock	45,000
Employee Stock Option (Right to Buy)	\$ 0.75	10/01/2018		A <sup>(1)</sup>		45,000		<sup>(2)</sup>	04/02/2023	Common Stock	45,000
Employee Stock Option (Right to Buy)	\$ 3.43	10/01/2018		D <sup>(1)</sup>			30,000	<sup>(2)</sup>	10/06/2024	Common Stock	30,000
Employee Stock Option (Right to Buy)	\$ 0.75	10/01/2018		A <sup>(1)</sup>		30,000		<sup>(2)</sup>	10/06/2024	Common Stock	30,000
Employee Stock Option (Right to Buy)	\$ 1.03	10/01/2018		D <sup>(1)</sup>			170,000	<sup>(2)</sup>	07/15/2026	Common Stock	170,000
Employee Stock Option (Right to Buy)	\$ 0.75	10/01/2018		A <sup>(1)</sup>		170,000		<sup>(2)</sup>	07/15/2026	Common Stock	170,000
Employee Stock Option (Right to Buy)	\$ 4.16	10/01/2018		D <sup>(1)</sup>			35,000	<sup>(2)</sup>	01/14/2023	Common Stock	35,000
Employee Stock Option (Right to	\$ 0.75	10/01/2018		A <sup>(1)</sup>		35,000		<sup>(2)</sup>	01/14/2023	Common Stock	35,000

Buy)

Employee

Stock

Option	\$ 8.62	10/01/2018	D <sup>(1)</sup>	9,402	<sup>(2)</sup>	11/08/2023	Common Stock
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(Right to  
Buy)

Employee

Stock

Option	\$ 0.75	10/01/2018	A <sup>(1)</sup>	9,402	<sup>(2)</sup>	11/08/2023	Common Stock
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(Right to  
Buy)

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director	10% Owner	Officer	Other
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Cherevka Holli  
C/O AMPIO PHARMACEUTICALS, INC.  
373 INVERNESS PARKWAY, SUITE 200  
ENGLEWOOD, CO 80112

Chief  
Operating  
Officer

## Signatures

/s/ Holli

10/02/2018

Cherevka

\_\_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).

The transactions reported herein reflect a one-time stock option repricing (the "Option Repricing") that became effective on October 1, 2018 and are being reported in this manner solely to comply with the technical reporting requirements under Section 16(a) of the Securities Exchange Act of 1934. Pursuant to the Option Repricing, the exercise price of each "Relevant Option" has been amended to reduce such exercise price to \$0.75. There have been no other changes to the terms of the Relevant Options.

(2) The stock options have vested and have become fully 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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