NARINE JEENARINE

Form 4 April 26, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

OMB APPROVAL

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SECURITIES Form 5 obligations

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

NARINE JEENARINE

ELITE PHARMACEUTICALS INC

(Check all applicable)

/NV/ [ELTP]

(Middle)

(Zip)

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

04/18/2012

Director Officer (give title below)

10% Owner Other (specify

C/O EPIC PHARMA, LLC, 227-15 NORTH CONDUIT AVENUE

(State)

(First)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(A)

or

D

LAURELTON, NY 11413

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

3. 4. Securities Acquired (A) or TransactionDisposed of (D) Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)

Code V

5. Amount of Securities Beneficially Owned

Ownership Form: Direct (D) or Indirect

Following Reported Transaction(s) (Instr. 4)

(Instr. 3 and 4)

Common 04/18/2012 Stock

J(3)24,281,850

Amount

(D) 36,991,401 (2) 0.0369

Price

see I (1) footnote (1)

(9-02)

7. Nature

of Indirect

Beneficial

Ownership

(Instr. 4)

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

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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. Transa Code (Instr.		5. Number of Derivative on Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title a Underlyi (Instr. 3
	,			Cada	1 7	(A)	(D)	Date Exercisable	Expiration Date	Title
W	¢ 0 0625	04/20/2012		Code	V	(A)	(D)	06/02/2000	06/02/2016	Comm
Warrants	\$ 0.0625	04/20/2012		J <u>(4)</u>			11,964,667	06/03/2009	06/03/2016	Stock
Warrant	\$ 0.0625	04/25/2012		J <u>(5)</u>		4,000,000		04/25/2012	04/25/2018	Comm

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
NARINE JEENARINE C/O EPIC PHARMA, LLC 227-15 NORTH CONDUIT AVENUE LAURELTON, NY 11413	X	X				

Signatures

Jeenarine Narine 04/26/2012

**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).
- Jeenarine Narine is an equity owner and executive officer of each of Epic Pharma, LLC ("EP"), and Epic Investments, LLC ("EI") (which is controlled by EP), which owns securities convertible into or exercisable for in excess of 10% of the outstanding shares of common stock of the issuer, and also serves as a director of the issuer.
- Of the 36,991,401 shares of common stock, 36,351,819 shares of common stock are owned indirectly through EI and 639,582 shares are owned directly by the reporting person.
- (3) Distribution of shares by EI to its members
- (4) Distribution of warrants by EI to its members
- (5) Milestone payment pursuant to the EI Strategic Alliance Agreement

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.

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