

Miller Larry Lee
Form 4
February 13, 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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Miller Larry Lee

2. Issuer Name and Ticker or Trading
Symbol
PHIBRO ANIMAL HEALTH CORP
[PAHC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
300 FRANK W. BURR BLVD., STE
21

3. Date of Earliest Transaction
(Month/Day/Year)
02/09/2018

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Chief Operating Officer

(Street)
TEANECK, NJ 07666

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
Person

(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 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)
Class A Common Stock	02/09/2018		M ⁽¹⁾	8,582	A \$ 11.83	8,582	D
Class A Common Stock	02/09/2018		S ⁽¹⁾	8,582	D \$ 35.36 (2)	0	D
Class A Common Stock	02/09/2018		M ⁽¹⁾	5,600	A \$ 11.83	5,600	D
Class A	02/09/2018		S ⁽¹⁾	5,600	D \$	0	D

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Common Stock						35.69 (3)		
Class A Common Stock	02/12/2018	M(1)	17,804	A	\$ 11.83	17,804		D
Class A Common Stock	02/12/2018	S(1)	17,804	D	\$ 35.61 (4)	0		D
Class A Common Stock	02/12/2018	M(1)	500	A	\$ 11.83	500		D
Class A Common Stock	02/12/2018	S(1)	500	D	\$ 36.22 (5)	0		D
Class A Common Stock	02/13/2018	M(1)	22,086	A	\$ 11.83	22,086		D
Class A Common Stock	02/13/2018	S(1)	22,086	D	\$ 35.05 (6)	0		D

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 or Number of Shares
Option to purchase Common Stock	\$ 11.83	02/09/2018		M <u>(1)</u>		14,182		03/01/2012	02/28/2019	Class A Common Stock	14,182
Option to purchase	\$ 11.83	02/12/2018		M <u>(1)</u>		18,304		03/01/2012	02/28/2019	Class A Common	18,304

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Common Stock									Stock
Option to purchase Common Stock	\$ 11.83	02/13/2018	M ⁽¹⁾	22,086	03/01/2012	02/28/2019	Class A Common Stock	22,086	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Miller Larry Lee 300 FRANK W. BURR BLVD. STE 21 TEANECK, NJ 07666			Chief Operating Officer	

Signatures

/s/ Thomas G. Dagger, as Attorney-in-Fact for Larry Lee
Miller

02/13/2018

__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) The sales reported in the Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 4, 2017.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.65 to \$35.60, inclusive.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.65 to \$35.90, inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.15 to \$36.00, inclusive.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.18 to \$36.40, inclusive.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.75 to \$35.40, inclusive.

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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