

Luo Mary Z.  
Form 4  
December 19, 2017

**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 \*  
Zhang Jack Y.

(Last) (First) (Middle)

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

(Street)

RANCHO  
CUCAMONGA, CA 91730

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/15/2017

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
CEO & Chief Scientific Officer

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	12/15/2017		M		639,584	A \$ 12.023	2,537,431	D	
Common Stock	12/15/2017		F		524,266	D \$ 19.3	2,013,165	D	
Common Stock	12/15/2017		M		373,091	A \$ 12.023	1,636,469	I	See footnote (1)
Common Stock	12/15/2017		F		305,823	D \$ 19.3	1,330,646	I	See footnote

See  
footnote  
(1)

See  
footnote

Common Stock	7,461,594	I	<u>(1)</u> See footnote <u>(2)</u>
Common Stock	5,000	I	See footnote <u>(3)</u>
Common Stock	200,000	I	See footnote <u>(4)</u>

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

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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)

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)	\$ 12.023	12/15/2017		M		639,584		<u>(5)</u>	07/05/2018	Common Stock	639,584
Employee Stock Option (right to buy)	\$ 12.023	12/15/2017		M		373,091		<u>(5)</u>	07/05/2018	Common Stock	373,091

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zhang Jack Y. C/O AMPHASTAR PHARMACEUTICALS, INC.	X	X	CEO & Chief Scientific Officer	

11570 6TH STREET  
RANCHO CUCAMONGA, CA 91730

Luo Mary Z.  
C/O AMPHASTAR PHARMACEUTICALS, INC.  
11570 6TH STREET  
RANCHO CUCAMONGA, CA 91730

X

X

COO, Chief  
Scientist/Chairman

## Signatures

/s/ Ken Stupak, by power of attorney for Jack Y.  
Zhang

12/18/2017

\_\_Signature of Reporting Person

Date

/s/ Ken Stupak, by power of attorney for Mary Z.  
Luo

12/18/2017

\_\_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 securities are held of record by Mary Z. Luo. The reporting persons are husband and wife.

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

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.

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.

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

### Remarks:

Exhibit 24.1 - Zhang Power of Attorney; Exhibit 24.2 - Luo Power of Attorney

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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