

CATALYST PHARMACEUTICAL PARTNERS, INC.

Form 4/A

November 04, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MCENANY PATRICK J

2. Issuer Name and Ticker or Trading Symbol
CATALYST PHARMACEUTICAL PARTNERS, INC. [CPRX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
355 ALHAMBRA CIRCLE, SUITE 1500

3. Date of Earliest Transaction (Month/Day/Year)
08/28/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

(Street)
CORAL GABLES, FL 33134

4. If Amendment, Date Original Filed(Month/Day/Year)
09/02/2014

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Options to purchase common stock	\$ 3.12	08/28/2014	A		100,000 <u>(1)</u>		08/28/2015	08/28/2021	Common Stock	100,000
Options to purchase common stock	\$ 3.12	08/28/2014	A		100,000 <u>(1)</u>		08/28/2016	08/28/2021	Common Stock	100,000
Options to purchase common stock	\$ 3.12	08/28/2014	A		100,000 <u>(1)</u>		08/28/2017	08/28/2021	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCENANY PATRICK J 355 ALHAMBRA CIRCLE, SUITE 1500 CORAL GABLES, FL 33134	X		President and CEO	

Signatures

/s/ Patrick J. McEnany 11/04/2014

__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) On August 28, 2014, the Reporting Person was granted 460,000 options to purchase shares of the Registrant's Common Stock. Subsequently, the Company determined that the Reporting Person had inadvertently been issued more options than are allowed to be issued to any one individual in any one fiscal year under the Registrant's 2014 Stock Incentive Plan. The Reporting Person has agreed, for no additional consideration, and effective as of the date the options were granted, to the cancellation of that portion (160,000) of the options originally granted to him in excess of the amount allowed to be granted under the Plan. The options reported above are the corrected amount of the options granted to the Reporting Person on August 28, 2014.

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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