SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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1. Name and Adda Seiser Robe	ert A		2. Issuer Name and Ticker or Trading Symbol <u>ACURA PHARMACEUTICALS, INC</u> [ACUR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	VP, Controller & Treasurer
C/O ACURA I	PHARMACEU	TICALS, INC.	03/05/2013	
616 N. NORTI	H COURT SUI	TE 120		
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(Street)				X Form filed by One Reporting Person
PALATINE	IL	60067		, , ,
			_	Form filed by More than One Reporting Person
(Citv)	(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)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	03/05/2013		М		6,225	Α	\$ <mark>1.3</mark>	137,522 ⁽¹⁾	D	
Common Stock	03/05/2013		F		2,662 ⁽²⁾	D	\$3.04	134,860(1)	D	
Common Stock	03/05/2013		F		1,270 ⁽³⁾	D	\$3.04	133,590 ⁽¹⁾	D	

Table II. Devivative Converties Associated Dispessed of an Development.

	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. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		e	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options	\$1.3	03/05/2013		М			6,225	01/01/2013 ⁽⁴⁾	03/09/2014 ⁽⁴⁾	Common Stock	6,225	(5)	6,225	D	

Explanation of Responses:

1. Holdings include 47,500 Restricted Stock Units. Absent a change of control, shares of common stock will be distributed under the Restricted Stock Units (after payment of \$.01 par value per share) on January 1, 2014. If a change of control occurs, one share of common stock will be distributed for each outstanding Restricted Stock Unit (after payment of \$0.01 per share par value) at or about the time of the change of control.

2. Shares withheld by the Issuer for payment by the Reporting Person to the Issuer of his option exercise price.

3. Shares withheld by the Issuer for payment by the Reporting Person of his tax withholdings.

4. Option is exercisable with respect to 6,225 shares commencing January 1, 2013. Remaining portion of option is exercisable (absent a change of control) commencing on January 1, 2014, and must be exercised in year in which it first becomes exercisable.

5. N/A

Remarks:

/s/ Robert Seiser

03/06/2013

Date

** Signature of Reporting Person

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.