

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-06-10** | Period of Report: **2013-06-07**
SEC Accession No. [0001209191-13-031352](#)

([HTML Version](#) on [secdatabase.com](#))

ISSUER

SANTARUS INC

CIK: **1172480** | IRS No.: **330734433** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **2834** Pharmaceutical preparations

Mailing Address
3611 VALLEY CENTRE
DRIVE
STE 400
SAN DIEGO CA 92130

Business Address
3611 VALLEY CENTRE
DRIVE
STE 400
SAN DIEGO CA 92130
8583145700

REPORTING OWNER

Fox Carey J

CIK: **1353131**
Type: **4** | Act: **34** | File No.: **000-50651** | Film No.: **13903548**

Mailing Address
10590 WEST OCEAN AIR
DRIVE
SUITE 200
SAN DIEGO CA 92130

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Fox Carey J			2. Issuer Name and Ticker or Trading Symbol SANTARUS INC [SNTS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Sr VP, General Counsel		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/07/2013					
SANTARUS, INC., 3611 VALLEY CENTRE DRIVE #400								
(Street) SAN DIEGO, CA 92130			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> 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 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	06/07/2013		M	(1)	17,100	A	\$1.18	41,667 (2)	D	
Common Stock	06/07/2013		S	(1)	17,100	D	\$20.5398 (3)	24,567 (2)	D	

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 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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options (right to buy)	\$1.18	06/07/2013		M	(1)		17,100	03/16/2009 (4)	03/16/2019	Common Stock	17,100	(5)	68,400	D	

Explanation of Responses:

- This exercise and this sale were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 11/12/2012.
- Includes shares acquired by the reporting person under the Santarus, Inc. Employee Stock Purchase Plan: 433 shares on 05/31/13.

3. The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.42 to \$20.71. The reporting person undertakes to provide to Santarus, Inc., any security holder of Santarus, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.
4. 1/48 vest monthly from 03/16/2009.
5. Not applicable to this transaction.

Signatures

/s/Carey J. Fox

** Signature of Reporting Person

06/10/2013

Date

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.