

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2004-08-12** | Period of Report: **2004-08-12**  
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### REPORTING OWNER

#### **ROBINSON JOSEPH R**

CIK: **1200196**

Type: **4** | Act: **34** | File No.: **000-24424** | Film No.: **04971486**

Business Address  
41 CHEQUAMEGON BAY  
MADISON WI 53719

### ISSUER

#### **CIMA LABS INC**

CIK: **833298** | IRS No.: **411569769** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **2834** Pharmaceutical preparations

Mailing Address  
10000 VALLEY VIEW ROAD  
EDEN PRAIRIE MN  
55344-9361

Business Address  
10000 VALLEY VIEW ROAD  
EDEN PRAIRIE MN  
55344-9361  
9529478700

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### 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 <b>ROBINSON JOSEPH R</b>			2. Issuer Name and Ticker or Trading Symbol <b>CIMA LABS INC [CIMA]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>08/12/2004</b>					
41 CHEQUAMEGON BAY			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		
(Street)								
MADISON, WI 53719								
(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			

**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					
Common Stock Option (right to buy)	\$1.75	08/12/2004		D		714		(1)	05/13/2007	Common Stock 714	\$32.25	0	D	
Common Stock Option (right to buy)	\$1.3	08/12/2004		D		1,920		(2)	06/02/2008	Common Stock 1,920	\$32.7	0	D	
Common Stock	\$3.75	08/12/2004		D		7,500		(3)	06/03/2008	Common Stock 7,500	\$30.25	0	D	

Option (right to buy)														
Common Stock Option (right to buy)	\$1.083	08/12/2004		<u>D</u>			9,230	(4)	06/02/2009	Common Stock	9,230	\$32.917	0	D
Common Stock Option (right to buy)	\$3.25	08/12/2004		<u>D</u>			7,500	(5)	06/03/2009	Common Stock	7,500	\$30.75	0	D
Common Stock Option (right to buy)	\$4.96	08/12/2004		<u>D</u>			2,017	(6)	06/02/2010	Common Stock	2,017	\$29.04	0	D
Common Stock Option (right to buy)	\$27	08/12/2004		<u>D</u>			7,500	(7)	06/18/2012	Common Stock	7,500	\$7	0	D
Common Stock Option (right to buy)	\$26.28	08/12/2004		<u>D</u>			7,500	(8)	07/25/2013	Common Stock	7,500	\$7.72	0	D

#### Explanation of Responses:

1. This option, which has vested in full, was cancelled pursuant to the merger agreement between issuer and Cephalon, Inc. in exchange for a cash payment equal to the difference between the exercise price of the option and \$34 per share.
2. This option, which has vested in full, was cancelled pursuant to the merger agreement between issuer and Cephalon, Inc. in exchange for a cash payment equal to the difference between the exercise price of the option and \$34 per share.
3. This option, which vested on December 3, 1998, was cancelled pursuant to the merger agreement between issuer and Cephalon, Inc. in exchange for a cash payment equal to the difference between the exercise price of the option and \$34 per share.
4. This option, which has vested in full, was cancelled pursuant to the merger agreement between issuer and Cephalon, Inc. in exchange for a cash payment equal to the difference between the exercise price of the option and \$34 per share.
5. This option, which vested on December 3, 1999, was cancelled pursuant to the merger agreement between issuer and Cephalon, Inc. in exchange for a cash payment equal to the difference between the exercise price of the option and \$34 per share.
6. This option, which has vested in full, was cancelled pursuant to the merger agreement between issuer and Cephalon, Inc. in exchange for a cash payment equal to the difference between the exercise price of the option and \$34 per share.
7. This option, which provided for vesting in four equal annual installments beginning on June 18, 2003, was cancelled pursuant to the merger agreement between issuer and Cephalon, Inc. in exchange for a cash payment equal to the difference between the exercise price of the option and \$34 per share.
8. This option, which provided for vesting in four equal annual installments beginning on July 25, 2004, was cancelled pursuant to the merger agreement between issuer and Cephalon, Inc. in exchange for a cash payment equal to the difference between the exercise price of the option and \$34 per share.

#### Signatures

/s/ Gordon S. Weber, attorney-in-fact

\*\* Signature of Reporting Person

08/12/2004

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.

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