

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2008-08-29** | Period of Report: **2008-08-27**  
SEC Accession No. **0000932440-08-000559**

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

### REPORTING OWNER

#### SCHREIBER ALAIN

CIK: **1225149**

Type: **4** | Act: **34** | File No.: **001-15803** | Film No.: **081049552**

Mailing Address  
90 NASSAU STREET  
5TH FLOOR  
PRINCETON NJ 08542

Business Address  
6099193567

### ISSUER

#### AVANIR PHARMACEUTICALS

CIK: **858803** | IRS No.: **330314804** | State of Incorpor.: **CA** | Fiscal Year End: **0930**  
SIC: **2834** Pharmaceutical preparations

Mailing Address  
101 ENTERPRISE  
SUITE 300  
ALISO VIEJO CA 92656

Business Address  
101 ENTERPRISE  
SUITE 300  
ALISO VIEJO CA 92656  
949-389-6700

#### Moorin Jay

CIK: **1033508** | State of Incorpor.: **NJ** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-15803** | Film No.: **081049553**

Mailing Address  
C/O PROQUEST  
INVESTMENTS, L.P.  
90 NASSAU STREET, 5TH  
FLOOR  
PRINCETON NJ 08542

Business Address  
C/O PROQUEST  
INVESTMENTS, L.P.  
600 ALEXANDER PARK  
SUITE 204 NJ 08540  
6099193567

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
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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, 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>Moorin Jay</b>			2. Issuer Name and Ticker or Trading Symbol <b>AVANIR PHARMACEUTICALS [AVNR]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" 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>08/27/2008</b>					
C/O PROQUEST INVESTMENTS, 90 NASSAU STREET, 5TH FLOOR			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input type="checkbox"/> Form Filed by One Reporting Person <input checked="" type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) <b>PRINCETON, NJ 08542-4520</b>								
(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			
Class A Common Stock	08/27/2008		P		89,447	A	\$0.95 (1)	8,121,780	I	See footnote (2)

**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					
Warrants to Purchase Class A Common Stock	\$1.43							04/04/2008	04/04/2013	Class A Common Stock	2,708,849	2,708,849	I	See footnote (3)

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<a href="#">Moorin Jay</a> C/O PROQUEST INVESTMENTS 90 NASSAU STREET, 5TH FLOOR PRINCETON, NJ 08542-4520		X		
<a href="#">SCHREIBER ALAIN</a> C/O PROQUEST INVESTMENTS 90 NASSAU STREET, 5TH FLOOR PRINCETON, NJ 08542-4520		X		

#### Explanation of Responses:

1. Constitutes the weighted average purchase price for multiple transactions reported on this line having prices per share ranging from \$.92 to \$.95. The Reporting Persons will provide upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding each separate transaction.
2. Of the shares reported in this transaction: 29,816 were acquired by ProQuest Investments III, L.P. ("Investments III"), of which ProQuest Associates III LLC ("Associates III") is the general partner, and 59,631 were acquired by ProQuest Investments IV, L.P. ("Investments IV"), of which ProQuest Associates IV LLC ("Associates IV") is the general partner. Of the total shares reported: 2,707,261 are owned by Investments III, and 5,414,519 are owned by Investments IV. Jay Moorin and Alain Schreiber are managing members of Associates III and Associates IV. Each of the Reporting Persons disclaims beneficial ownership of such securities except to the extent of each Reporting Person's pecuniary interest in such securities.
3. Of such warrants: 902,950 are owned by Investments III, and 1,805,899 are owned by Investments IV. The warrants contain a limitation on exercise, which, in combination with an agreement between the Reporting Persons and Avanir Pharmaceuticals, prevent the Reporting Persons from exercising any warrants if, after giving effect to the exercise the Reporting Persons would in the aggregate beneficially own more than 9.99% of the outstanding shares of Class A Common Stock. Each of the Reporting Persons disclaims beneficial ownership of such securities except to the extent of each Reporting Person's pecuniary interest in such securities.

#### Signatures

/s/ Pasquale De Angelis as Attorney-in-Fact

\*\* Signature of Reporting Person

08/29/2008

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.**