

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-05-16** | Period of Report: **2013-05-09**
SEC Accession No. [0001104659-13-042513](#)

(HTML Version on secdatabase.com)

REPORTING OWNER

CARE CAPITAL II LLC

CIK: **1212648** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-10113** | Film No.: **13852503**

Mailing Address
47 HULFISH ST
STE 310
PRINCETON NJ 08542

CARE CAPITAL INVESTMENTS II LP

CIK: **1223011**
Type: **4** | Act: **34** | File No.: **001-10113** | Film No.: **13852502**

Business Address
47 HULFISH STREET
SUITE 310
PRINCETON NJ 08542
6096838300

ISSUER

ACURA PHARMACEUTICALS, INC

CIK: **786947** | IRS No.: **110853640** | State of Incorporation: **NY** | Fiscal Year End: **1231**
SIC: **2834** Pharmaceutical preparations

Mailing Address
616 N. NORTH COURT,
SUITE 120
PALATINE IL 60067

Business Address
616 N. NORTH COURT,
SUITE 120
PALATINE IL 60067
847-705-7709

Care Capital Offshore Investments II LP

CIK: **1357403** | State of Incorporation: **E9** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-10113** | Film No.: **13852501**

Mailing Address
47 HULFISH STREET
SUITE 310
PRINCETON NJ 08542

Business Address
47 HULFISH STREET
SUITE 310
PRINCETON NJ 08542
609 683 8300

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

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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 CARE CAPITAL II LLC			2. Issuer Name and Ticker or Trading Symbol ACURA PHARMACEUTICALS, INC [ACUR]		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) 05/09/2013		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	
47 HULFISH STREET, SUITE 310			4. If Amendment, Date Original Filed(Month/Day/Year)			
(Street) PRINCETON, NJ 08542						
(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	05/14/2013		S		550,000 ⁽¹⁾	D	\$2.41 ⁽²⁾	6,702,815	I	See Footnote ⁽³⁾
Common Stock	05/15/2013		S		62,000 ⁽⁴⁾	D	\$2.27 ⁽⁵⁾	6,640,815	I	See Footnote ⁽⁶⁾
Common Stock	05/16/2013		S		50,000 ⁽⁷⁾	D	\$2.2 ⁽⁸⁾	6,590,815	I	See Footnote ⁽⁹⁾

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		Date Exercisable	Expiration Date					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARE CAPITAL II LLC 47 HULFISH STREET SUITE 310 PRINCETON, NJ 08542		X		
CARE CAPITAL INVESTMENTS II LP 47 HULFISH STREET SUITE 310 PRINCETON, NJ 08542		X		
Care Capital Offshore Investments II LP 47 HULFISH STREET SUITE 310 PRINCETON, NJ 08542		X		

Explanation of Responses:

- The shares were sold as follows: 514,690 by Care Capital Investments II, LP and 35,310 by Care Capital Offshore Investments II, L.P.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.55 to \$2.30, inclusive. The reporting person undertakes to provide to Acura Pharmaceuticals, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2), (5) and (8) to this Form 4.
- Consists of 6,272,510 shares held by Care Capital Investments II, LP and 430,305 shares held by Care Capital Offshore Investments II, L.P. Care Capital II, LLC is the general partner of Care Capital Investments II, LP and Care Capital Offshore Investments II, LP and as a result, Care Capital II, LLC has the ultimate power to vote or direct the vote and to dispose or direct the disposition of such shares. Care Capital II, LLC is managed by three or more members and accordingly none of the managing members is deemed to have voting or dispositive control over the securities.
- The shares were sold as follows: 58,019 by Care Capital Investments II, LP and 3,981 by Care Capital Offshore Investments II, L.P.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.32 to \$2.23, inclusive.
- Consists of 6,214,491 shares held by Care Capital Investments II, LP and 426,324 shares held by Care Capital Offshore Investments II, L.P. Care Capital II, LLC is the general partner of Care Capital Investments II, LP and Care Capital Offshore Investments II, LP and as a result, Care Capital II, LLC has the ultimate power to vote or direct the vote and to dispose or direct the disposition of such shares. Care Capital II, LLC is managed by three or more members and accordingly none of the managing members is deemed to have voting or dispositive control over the securities.
- The shares were sold as follows: 46,790 by Care Capital Investments II, LP and 3,210 by Care Capital Offshore Investments II, L.P.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.27 to \$2.21, inclusive.
- Consists of 6,167,701 shares held by Care Capital Investments II, LP and 423,114 shares held by Care Capital Offshore Investments II, L.P. Care Capital II, LLC is the general partner of Care Capital Investments II, LP and Care Capital Offshore Investments II, LP and as a result, Care Capital II, LLC has the ultimate power to vote or direct the vote and to dispose or direct the disposition of such shares. Care Capital II, LLC is managed by three or more members and accordingly none of the managing members is deemed to have voting or dispositive control over the securities.

Signatures

Care Capital LLC /s/ David R. Ramsay	<u>05/16/2013</u>
Care Capital Investments II, LP, By: Care Capital II, LLC, Its General Partner /s/ David R. Ramsay	<u>05/16/2013</u>
Care Capital Offshore Investments II, LP, By: Care Capital II, LLC, Its General Partner /s/ David R. Ramsay	<u>05/16/2013</u>
** Signature of Reporting Person	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.