### Edgar Filing: DEPOMED INC - Form 4

DEPOME	O INC										
Form 4 April 04, 20	)17										
FORM	ЛЛ								PPROVAL		
	UNITED	STATES		RITIES A ashington			COMMISSIO	N OMB Number:	3235-0287		
Check this box							Expires:	January 31, 2005			
If no longer STATEMENT OF CHANGES IN BEN   subject to Section 16.   Section 16. SECURITIE   Form 4 or Filed pursuant to Section 16(a) of the Section 16(b)							Estimated burden hou response	average urs per			
obligati may co <i>See</i> Inst 1(b).	ons ntinue. Section 17(	a) of the l	Public U	Jtility Hol	ding Cor		of 1935 or Secti				
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> HIGGINS ARTHUR J			2. Issuer Name <b>and</b> Ticker or Trading Symbol DEPOMED INC [DEPO]			-	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (I	Middle)				1	(Check all applicable)				
C/O DEPOMED INC., 7999 GATEWAY BOULEVARD, SUITE			3. Date of Earliest Transaction (Month/Day/Year) 03/31/2017				X_ Director 10% Owner X_ Officer (give title Other (specify below) below)				
300	I DOULLVARD	, SUIL					Pro	esident and CEC	)		
			iled(Month/Day/Year) Applicable Line)				Dint/Group Filing(Check				
					More than One R						
(City)	(State)	(Zip)	Tał	ole I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8)	Disposed	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(D) Price	(Instr. 3 and 4)				
Reminder: Re	eport on a separate line	e for each cl	ass of sec	urities benef	-		-				
					inforn requir	nation cont red to respo iys a currei	pond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					posed of, or convertible s	Beneficially Owner securities)	d			
1 771-1 0											

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A Disposed of (Instr. 3, 4, 4 5)	(D)	(Month/Day/	Year)	(Instr. 3 and	4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Options	\$ 12.55	03/31/2017		А	315,884		<u>(1)</u>	03/31/2027	Common Stock	315,88
Restricted Stock Units	(2)	03/31/2017		А	139,442		(3)	(3)	Common Stock	139,44

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
HIGGINS ARTHUR J C/O DEPOMED INC. 7999 GATEWAY BOULEVARD, SUITE 300 NEWARK, CA 94560	Х		President and CEO			
Signatures						

# ignatures

/s/ Arthur J. Higgins	04/03/2017
**Signature of	Date

# Reporting Person

### **Explanation of Responses:**

- \* 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).
- Exercisable with respect to 12.5% of the underlying shares on September 28, 2017, and in 42 equal monthly installments thereafter, such (1)that the stock options will be fully vested and exercisable on March 28, 2021.
- (2) Each restricted stock unit represents the contingent right to receive one share of common stock upon vesting of the unit.
- These restricted stock units are scheduled to vest 25% on December 1, 2017, 25% on December 1, 2018, 25% on December 1, 2019 and (3) 25% on December 1, 2020, assuming continued employment through the applicable vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.