

BIOSANTE PHARMACEUTICALS INC
Form 4
July 01, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MERIDIAN VENTURE PARTNERS II LP

2. Issuer Name and Ticker or Trading Symbol
BIOSANTE PHARMACEUTICALS INC [BPAX]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
259 N. RADNOR-CHESTER ROAD, SUITE 130
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/19/2013

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

RADNOR, PA 19087

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/19/2013		A		16,918,469	A	Ⓛ	16,918,469	I	See footnotes (1) (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu... Deriv... Secur... Bene... Own... Follo... Repo... Trans... (Instr...
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MERIDIAN VENTURE PARTNERS II LP 259 N. RADNOR-CHESTER ROAD SUITE 130 RADNOR, PA 19087		X		
Meridian Venture Partners II GP, L.P. 259 N. RADNOR-CHESTER ROAD SUITE 130 RADNOR, PA 19087		X		
Meridian Venture Partners II, Co. 259 N. RADNOR-CHESTER ROAD SUITE 130 RADNOR, PA 19087		X		

Signatures

Roland S. Chase, as attorney-in-fact 07/01/2013

**Signature of Reporting Person

Date

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).

- (1) On June 19, 2013, the issuer's wholly-owned subsidiary merged with ANIP Acquisition Company d/b/a ANI Pharmaceuticals, Inc. (ANI). Holders of ANI's series D preferred stock received shares of the issuer's common stock as merger consideration. Meridian Venture Partners II, L.P. (MVP II) acquired the number of shares of issuer common stock shown in the table in exchange for its shares of ANI series D preferred stock. Meridian Venture Partners II, Co. (MVP Corp.) is the general partner of Meridian Venture Partners II GP, L.P. (GP), the general partner of MVP II. MVP Management Company (MVP Management) d/b/a MVP Capital Partners, is the management company for MVP II and also renders financial and business advisory services to several of the companies in which MVP II has invested.
- (2) Robert E. Brown, Jr., a director of the issuer, is the President, sole stockholder and sole director of MVP Corp., the sole stockholder, sole director and President of MVP Management, as well as a limited partner of GP and one of two principals of MVP II that are licensed by

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the Small Business Administration (SBA). Thomas A. Penn, a director of the issuer, is a Vice President of MVP Corp., an employee of MVP Management, a limited partner of GP and one of the two SBA-licensed principals of MVP II. MVP Corp., GP and Messrs. Brown and Penn may therefore be deemed to be the beneficial owners of the shares of the issuer's common stock held of record by MVP II, but disclaim beneficial ownership in such shares except to the extent of their respective pecuniary interests therein. Messrs. Brown and Penn have previously filed a Form 4 to report this transaction.

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.