

Pacira Pharmaceuticals, Inc.
Form 4
September 12, 2013

FORM 4

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

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

OMB APPROVAL

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Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Wicki Andreas

(Last) (First) (Middle)

GOVERNORS SQUARE, SUITE
4-212-2,, 23 LIME TREE BAY
AVE. WEST BAY

(Street)

GRAND CAYMAN, E9 00000

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Pacira Pharmaceuticals, Inc. [PCRX]

3. Date of Earliest Transaction
(Month/Day/Year)
09/11/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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) |
|---------------------------------------|---|---|---|---|--|--|---|
| Common Stock | 09/11/2013 | | X | 37,192 A | \$ 2.69 1,668,136 | I | See footnote. <u>(1)</u> |
| Common Stock | 09/11/2013 | | S ⁽²⁾ | 2,686 D | \$ 37.25 1,665,450 | I | See footnote. <u>(1)</u> |
| Common Stock | 09/11/2013 | | X | 41,841 A | \$ 13.44 1,707,291 | I | See footnote. <u>(1)</u> |
| Common Stock | 09/11/2013 | | S ⁽³⁾ | 15,097 D | \$ 37.25 1,692,194 | I | See foootnote. <u>(1)</u> |

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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)

| 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) | | | |
|---|---|---|---|---|--|--|-----|---|--------------------|-----------------|-------------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Warrant (right to buy) | \$ 2.69 | 09/11/2013 | | X | | 37,192 | | 01/22/2009 | 01/21/2014 | Common Stock | 37,192 |
| Warrant (right to buy) | \$ 13.44 | 09/11/2013 | | X | | 41,841 | | 12/29/2010 | 12/29/2017 | Common Stock | 41,841 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Wicki Andreas
GOVERNORS SQUARE, SUITE 4-212-2,
23 LIME TREE BAY AVE. WEST BAY
GRAND CAYMAN, E9 00000

X

Signatures

/s/ Mehdi Khodadad
(Attorney-in-Fact)

09/12/2013

____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) The board of directors of HBM Healthcare Investments (Cayman) Ltd. ("HBM") has sole voting and investment power with respect to the securities held by such entity and acts by majority vote. The reporting person does not have sole voting or investment power over the securities held by HBM. However, the reporting person may be deemed to have beneficial ownership of these securities by virtue of his membership on the board of directors of HBM. The reporting person disclaims beneficial ownership of the securities reported herein for

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the purposes of Rule 16a-1(a) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), except to the extent of his pecuniary interest herein, if any. This report on Form 4 shall not be deemed an admission that the reporting person is a beneficial owner for the purpose of Section 16 of the Exchange Act, or for any other purpose of Section 16 of the Exchange Act, or for any other purpose.

- (2) On September 11, 2013, HBM exercised a warrant to purchase 37,192 shares of the Issuer's common stock for \$2.69 a share. HBM paid the exercise price on a cashless basis, resulting in the Issuer's withholding of 2,686 of the warrant shares to pay the exercise price and issuing to HBM the remaining 34,506 shares. The Issuer also paid \$7.02 to HBM in lieu of a fractional share.

- (3) On September 11, 2013, HBM exercised a warrant to purchase 41,841 shares of the Issuer's common stock for \$13.44 a share. HBM paid the exercise price on a cashless basis, resulting in the Issuer's withholding of 15,097 of the warrant shares to pay the exercise price and issuing to HBM the remaining 26,744 shares. The Issuer also paid \$20.21 to HBM in lieu of a fractional share.

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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