

Neos Therapeutics, Inc.
Form 4
July 28, 2015

FORM 4

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

OMB APPROVAL

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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 *
HELLER ALAN L

(Last) (First) (Middle)

C/O NEOS THERAPEUTICS, INC., 2940 N. HWY 360

(Street)

GRAND PRAIRIE, TX 75050

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Neos Therapeutics, Inc. [NEOS]

3. Date of Earliest Transaction (Month/Day/Year)
07/27/2015

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	07/27/2015		X		16,408 A \$ 0.024	126,559	D
Common Stock	07/27/2015		M		28,897 A \$ 2.31	155,456	D
Common Stock	07/27/2015		M		1,643 A \$ 0.32	157,099	D
Common Stock	07/28/2015		C		20,833 A 0.004	177,932	D
Common Stock	07/28/2015		C		100,000 A 0.004	277,932	D

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Common Stock 07/28/2015 C 91,956 A (1) 369,888 D

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

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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 of Number of Shares
Common Stock Warrant (Right to Buy)	\$ 0.024	07/27/2015		X	16,408	<u>(2)</u>	10/19/2016	Common Stock	16,408
Stock Option (Right to Buy)	\$ 2.31	07/27/2015		M	28,897	<u>(3)</u>	11/14/2022	Common Stock	28,897
Stock Option (Right to Buy)	\$ 0.32	07/27/2015		M	1,643	<u>(3)</u>	08/30/2021	Common Stock	1,643
Series B Preferred Stock	<u>(1)</u>	07/28/2015		C	50,000	<u>(1)</u>	<u>(1)</u>	Common Stock	20,833
Series B-1 Preferred Stock	<u>(1)</u>	07/28/2015		C	240,000	<u>(1)</u>	<u>(1)</u>	Common Stock	100,000
Series C Preferred Stock	<u>(1)</u>	07/28/2015		C	220,700	<u>(1)</u>	<u>(1)</u>	Common Stock	91,956

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HELLER ALAN L C/O NEOS THERAPEUTICS, INC. 2940 N. HWY 360 GRAND PRAIRIE, TX 75050	X			

Signatures

/s/ Benjamin Piper,
attorney-in-fact

07/28/2015

**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).

Each share of the Issuer's Series B preferred stock, Series B-1 preferred stock and Series C preferred stock was automatically converted
(1) on a 2.4-for-1 basis into common stock immediately prior to the closing of the Issuer's initial public offering. The shares of Series B preferred stock, Series B-1 preferred stock and Series C preferred stock had no expiration date.

(2) The warrant was exercisable at any time at the holder's election.

(3) This stock option was fully vested and exercisable.

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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