SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] McLoughlin Dennis	2. Date of Event Requiring Statement (Month/Day/Year) 08/29/2018		3. Issuer Name and Ticker or Trac Pacira Pharmaceuticals		CRX]		
(Last) (First) (Middle) C/O PACIRA PHARMACEUTICALS, INC.			4. Relationship of Reporting Perso (Check all applicable) Director V Officer (give title	on(s) to Issue 10% Owne Other (spe	r (Mor	 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 	
5 SYLVAN WAY, SUITE 300			X Once (give the below)	below)	Appl		
(Street) PARSIPPANY NJ 07054			Chier Commercial	Onicer	X		y One Reporting Person y More than One erson
(City) (State) (Zip)							
	Table I - Nor	n-Derivat	ive Securities Beneficial	ly Owned			
1. Title of Security (Instr. 4)			. Amount of Securities Seneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		ure of Indirect Beneficial Ownership 5)	
Common Stock			14,833(1)	D			
(e			e Securities Beneficially Ints, options, convertible		-)		
	igi, puto, ou	is, maira	ints, options, convertible	securitie	5)		
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration Da (Month/Day/	cisable and ate	· · ·	ties	4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
· · · · ·	2. Date Exerc Expiration D (Month/Day/)	cisable and ate Year)	3. Title and Amount of Securi Underlying Derivative Securit	ties ty (Instr. 4) Amount or Number	4. Conversion	Ownership	Beneficial Ownership
· · · · ·	2. Date Exercised Expiration Date Exercised Expiration Date Exercised Expiration Date Exercised	cisable and ate	3. Title and Amount of Securi Underlying Derivative Securit	ties ty (Instr. 4) Amount or	4. Conversion or Exercise Price of Derivative	Ownership Form: Direct (D) or Indirect	Beneficial Ownership
· · · · ·	2. Date Exerc Expiration Da (Month/Day/)	cisable and ate Year) Expiratior	3. Title and Amount of Securi Underlying Derivative Securit	ties ty (Instr. 4) Amount or Number of	4. Conversion or Exercise Price of Derivative	Ownership Form: Direct (D) or Indirect	Beneficial Ownership
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration D. (Month/Day/) Date Exercisable	cisable and ate Year) Expiratior Date	3. Title and Amount of Securi Underlying Derivative Securit Title Common Stock	ties ty (Instr. 4) Amount or Number of Shares	4. Conversion or Exercise Price of Derivative Security	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership
1. Title of Derivative Security (Instr. 4) Stock Option (Right to Buy)	2. Date Exerc Expiration Di (Month/Day/N Date Exercisable	Expiration Date	3. Title and Amount of Securi Underlying Derivative Securit Title Common Stock Common Stock	ties ty (Instr. 4) Amount or Number of Shares 20,000	4. Conversion or Exercise Price of Derivative Security 33.1	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership
1. Title of Derivative Security (Instr. 4) Stock Option (Right to Buy) Stock Option (Right to Buy)	2. Date Exerc Expiration D. (Month/Day/N Date Exercisable (2) (2)	Expiration Date 07/03/2028 06/13/2028	3. Title and Amount of Securi Underlying Derivative Securit Title Common Stock Common Stock	ties ty (Instr. 4) Amount or Number of Shares 20,000 47,250	4. Conversion or Exercise Price of Derivative Security 33.1 38.35	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D	Beneficial Ownership
1. Title of Derivative Security (Instr. 4) Stock Option (Right to Buy)	2. Date Exerc Expiration D. (Month/Day/) Date Exercisable (2) (2) (2)	Expiration 07/03/2028 06/13/2028	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock	ties ty (Instr. 4) Amount or Number of Shares 20,000 47,250 6,000	4. Conversion or Exercise Price of Derivative Security 33.1 38.35 44.2	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D	Beneficial Ownership
1. Title of Derivative Security (Instr. 4) Stock Option (Right to Buy)	2. Date Exerc Expiration D. (Month/Day/) Date Exercisable (2) (2) (2) (2) (2) (2)	Expiration Date 07/03/2028 06/13/2028 06/14/2027 06/02/2027	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock	ties ty (Instr. 4) Amount or Number of Shares 20,000 47,250 6,000 10,000	4. Conversion or Exercise Price of Derivative Security 33.1 38.35 44.2 44.1	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D D	Beneficial Ownership
1. Title of Derivative Security (Instr. 4) Stock Option (Right to Buy)	2. Date Exerc Expiration Di (Month/Day/) Date Exercisable (2) (2) (2) (2) (2) (2) (2) (2)	Expiration Date 07/03/2028 06/13/2028 06/14/2027 06/02/2027	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock	ties Amount or Number of Shares 20,000 47,250 6,000 10,000 3,000	4. Conversion or Exercise Price of Derivative Security 33.1 38.35 44.2 44.1 41.9	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D D D D	Beneficial Ownership
1. Title of Derivative Security (Instr. 4) Stock Option (Right to Buy) Stock Option (Right to Buy)	2. Date Exerc Expiration D. (Month/Day/) Date Exercisable (2) (2) (2) (2) (2) (2) (2) (2) (2) (2)	Expiration 07/03/2028 06/13/2028 06/02/2027 02/02/2027 12/07/2026	3. Title and Amount of Securit J. Title and Amount of Securit Title Common Stock Common Stock	ties ty (Instr. 4) Amount or Number of Shares 20,000 47,250 6,000 10,000 3,000 6,000	4. Conversion or Exercise Price of Derivative Security 33.1 38.35 44.2 44.1 41.9 32.35	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D D D D D D	Beneficial Ownership

Explanation of Responses:

1. Includes 11,162 unvested restricted stock units. The unvested restricted stock units vest as follows: (i) 437 restricted stock units that vest on June 3, 2019, (ii) 600 restricted stock units that vest in two equal annual installments on June 3, 2019 and June 3, 2020, (iii) 2,250 restricted stock units that vest in three equal annual installments on June 3, 2019, June 3, 2021, and (iv) 7,875 restricted stock units that vest in four equal annual installments on June 3, 2019, June 3, 2021, and (iv) 7,875 restricted stock units that vest in four equal annual installments on June 3, 2019, June 3, 2020, June 3, 2020, June 3, 2021, and June 3, 2022, in each case provided that the reporting person remains in continuous service with the issuer as of each vesting date. Each restricted stock unit represents the contingent right to receive one share of the issuer's common stock.

2. The stock option vests and becomes exercisable as to 25% of the option shares on the first anniversary of the grant date, and vests as to the remaining shares in successive equal quarterly installments over the subsequent three years, provided that the reporting person remains in continuous service with the issuer as of each vesting date.

3. The stock options are fully vested.

Remarks:

<u>/s/ Kristen Williams, Attorney-</u> 09/07/2018 in-Fact

** Signature of Reporting Person Date

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

 \ast If the form is filed by more than one reporting person, see Instruction 5 (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.

POWER OF ATTORNEY

I, Dennis McLoughlin, hereby authorize and designate each of Charles A. Reinhart, III, Kristen Williams and Ned Prusse, signing singly, as my true and lawful attorney-in-fact to:

(1) execute for and on my behalf, in my capacity as an officer and/or director of Pacira Pharmaceuticals, Inc. and its affiliates (the "Company"), the Form ID and Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and the rules and regulations promulgated thereunder;

(2) do and perform any and all acts for and on my behalf which may be necessary or desirable to complete and execute any such Form ID or Form 3, 4 or 5 and timely file such form with the Securities and Exchange Commission, any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be to my benefit, in my best interest, or legally required of me, it being understood that the statements executed by such attorney-in-fact on my behalf pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

I hereby further grant to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if personally present, with full power of substitutes or revocation, hereby ratifying and confirming all that such attorney-in fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. I hereby acknowledge that the foregoing attorneys-in-fact, in serving in such capacity at my request, are not assuming, nor is the Company assuming, any of my responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until I am no longer required to file the Form ID or Forms 3, 4 and 5 with respect to my holdings of and transactions in securities issued by the Company, unless earlier revoked by me in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, I have caused this Power of Attorney to be duly executed as of this 30th day of August, 2018.

/s/ Dennis McLoughlin Dennis McLoughlin