

RUBIN PAUL D  
Form 4/A  
November 16, 2005

**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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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
RUBIN PAUL D

2. Issuer Name **and** Ticker or Trading  
Symbol  
CRITICAL THERAPEUTICS INC  
[CRTX]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O CRITICAL THERAPEUTICS,  
INC., 60 WESTVIEW STREET

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/17/2005

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

(Street)  
LEXINGTON, MA 02421

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
10/17/2005

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☐ Form filed by One Reporting Person  
☐ 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) Price |                                                                                               |                                                          |                                                       |
| Common Stock                    | 10/17/2005                           |                                                    | S <sup>(1)</sup>               |                                                                   | 470    | D \$ 8.59        | 80,900                                                                                        | D                                                        |                                                       |
| Common Stock                    | 10/17/2005                           |                                                    | S <sup>(1)</sup>               |                                                                   | 100    | D \$ 8.6         | 80,800                                                                                        | D                                                        |                                                       |
| Common Stock                    | 10/17/2005                           |                                                    | S <sup>(1)</sup>               |                                                                   | 100    | D \$ 8.62        | 80,700                                                                                        | D                                                        |                                                       |
| Common Stock                    | 10/17/2005                           |                                                    | S <sup>(1)</sup>               |                                                                   | 930    | D \$ 8.63        | 79,770                                                                                        | D                                                        |                                                       |
| Common Stock                    | 10/17/2005                           |                                                    | S <sup>(1)</sup>               |                                                                   | 1,500  | D \$ 8.65        | 78,270                                                                                        | D                                                        |                                                       |

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|              |            |              |     |   |         |        |   |                         |
|--------------|------------|--------------|-----|---|---------|--------|---|-------------------------|
| Common Stock | 10/17/2005 | <u>S</u> (1) | 900 | D | \$ 8.67 | 77,370 | D |                         |
| Common Stock | 10/17/2005 | <u>S</u> (1) | 600 | D | \$ 8.69 | 76,770 | D |                         |
| Common Stock | 10/17/2005 | <u>S</u> (1) | 200 | D | \$ 8.72 | 76,570 | D |                         |
| Common Stock | 10/17/2005 | <u>S</u> (1) | 200 | D | \$ 8.73 | 76,370 | D |                         |
| Common Stock |            |              |     |   |         | 9,866  | I | Held by Daughter<br>(2) |

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

**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 control number.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Transaction<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                               |

## Reporting Owners

| Reporting Owner Name / Address                                                               | Relationships |           |                   |       |
|----------------------------------------------------------------------------------------------|---------------|-----------|-------------------|-------|
|                                                                                              | Director      | 10% Owner | Officer           | Other |
| RUBIN PAUL D<br>C/O CRITICAL THERAPEUTICS, INC.<br>60 WESTVIEW STREET<br>LEXINGTON, MA 02421 | X             |           | President and CEO |       |

## Signatures

/s/ Paul D.  
Rubin

11/16/2005

\_\_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 sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 9, 2005.  
  
Represents shares held by the daughter of the reporting person. The reporting person disclaims beneficial ownership of these shares
- (2) except to the extent of his pecuniary interest therein. This report should not be deemed an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.

### Remarks:

This amendment is being filed to show the individual transactions made by the reporting person on October 17, 2005, which w

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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