

Alliqua, Inc.
Form 4
January 08, 2014

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 *
ROSENBLUM RICHARD

(Last) (First) (Middle)

**C/O ALLIQUA, INC., 2150 CABOT
BLVD. WEST, SUITE B**

(Street)

LANGHORNE, PA 19047

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Alliqua, Inc. [ALQA]

3. Date of Earliest Transaction
(Month/Day/Year)
01/06/2014

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	(A) or (D)	Price
Common Stock	01/06/2014		A		194,667	A	<u>1</u> 819,307 <u>(2)</u> <u>(3)</u> D

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
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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)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount of Number of Shares
Stock Option (right to buy) ⁽³⁾	\$ 8.75	01/06/2014		D	114,286	12/31/2010 12/09/2015	Common Stock 114,286
Stock Option (right to buy) ⁽³⁾	\$ 8.75	01/06/2014		D	38,095	03/01/2011 03/01/2016	Common Stock 38,095
Stock Option (right to buy) ⁽³⁾	\$ 9.19	01/06/2014		D	114,286	05/16/2013 05/16/2022	Common Stock 114,286
Stock Option (right to buy) ⁽³⁾	\$ 6.34	01/06/2014		D	11,429	05/16/2013 05/16/2022	Common Stock 11,429

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSENBLUM RICHARD C/O ALLIQUA, INC. 2150 CABOT BLVD. WEST, SUITE B LANGHORNE, PA 19047			X	

Signatures

/s/ Richard
Rosenblum 01/08/2014

 **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 January 6, 2014, pursuant to an option cancellation and release agreement by and between the Issuer and Mr. Rosenblum (the "Rosenblum Cancellation Agreement"), the Issuer granted to Mr. Rosenblum 194,667 shares of common stock under the Alliqua, Inc. 2011 Long-Term Incentive Plan (the "2011 Incentive Plan") as consideration for the cancellation of certain nonqualified stock options

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previously granted to Mr. Rosenblum.

Includes, prior to the acquisitions reported on this Form 4, (a) 325,198 shares of common stock directly beneficially owned by Harborview Value Master Fund, L.P. ("Harborview Value Fund"), (b) 7,086 shares of common stock directly beneficially owned by Harborview Capital Management, LLC ("Harborview Management"), (c) 278,247 shares of common stock directly beneficially owned by

- (2) Mr. Rosenblum and (d) 14,109 shares of common stock owned by The Corbran, LLC, an entity controlled by Mr. Rosenblum. Harborview Advisors, LLC ("Harborview Advisors") is the general partner of, and may be deemed to beneficially own securities owned by, Harborview Value Fund. Mr. Rosenblum is a managing member of, and may be deemed to beneficially own securities owned by, each of Harborview Advisors and Harborview Management.
- (3) Except as otherwise indicated, all share amounts and prices reported in this Form 4 reflect a 1-for-43.75 reverse stock split of the common stock of the Issuer that occurred on November 18, 2013.
- (4) Represents stock options previously granted to Mr. Rosenblum, which were cancelled on January 6, 2014 pursuant to the Rosenblum Cancellation Agreement.

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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