

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
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<b>1. Name and Address of Reporting Person*</b> <u>MARSHBANKS TRACY</u>  (Last) (First) (Middle) <u>1 SOUTH WACKER DRIVE</u> <u>SUITE 3900</u>  (Street) <u>CHICAGO IL 60606</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>ANI PHARMACEUTICALS INC [ ANIP ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>03/18/2014</u>	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/18/2014		S		14,851	D	\$33.8264	537,643	I	See Footnote 1 <sup>(1)</sup>
Common Stock	03/18/2014		S		6,029	D	\$33.8264	218,273	I	See Footnote 2 <sup>(2)</sup>
Common Stock	03/18/2014		S		232	D	\$33.8264	8,397	I	See Footnote 3 <sup>(3)</sup>
Common Stock	03/19/2014		S		2,986	D	\$32.9781	534,657	I	See Footnote 1 <sup>(1)</sup>
Common Stock	03/19/2014		S		1,213	D	\$32.9781	217,060	I	See Footnote 2 <sup>(2)</sup>
Common Stock	03/19/2014		S		47	D	\$32.9781	8,350	I	See Footnote 3 <sup>(3)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Held by: FA Private Equity Fund IV, L.P., of which the Reporting Person may be deemed to be a beneficial owner pursuant to rule 16a-1(a)(1).
- Held by: The Productivity Fund IV Liquidating Trust, of which the Reporting Person may be deemed to be a beneficial owner pursuant to rule 16a-1(a)(1).
- Held by: The Productivity Fund IV Advisors Fund Liquidating Trust, of which the Reporting Person may be deemed to be a beneficial owner pursuant to rule 16a-1(a)(1).

**Remarks:**

Reporting person disclaims the existence of a "group" and disclaims beneficial ownership of any securities (except to the extent of such Reporting Person's pecuniary interest in such securities) other than any securities reported herein as being directly

Tracy L. Marshbanks 03/19/2014  
 \*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

