Neos Therapeutics, Inc.

Form 3

July 22, 2015

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... 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 *

Presidio Partners 2007, L.P.

(Last)

(First)

(Middle)

(Zip)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Statement

(Month/Day/Year)

07/22/2015

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

ONE LETTERMAN DRIVE, Â BUILDING C, SUITE CM500

(Street)

(State)

X 10% Owner Director Officer Other (give title below) (specify below)

(Check all applicable)

Neos Therapeutics, Inc. [NEOS]

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting

Person

X Form filed by More than One

Reporting Person

SAN FRANCISCO, Â CAÂ 94129

1. Title of Security

(City)

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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.

Date

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(Instr. 4)

1. Title of Derivative Security 2. Date Exercisable and **Expiration Date** (Month/Day/Year)

Date

Exercisable

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. 5. Ownership Conversion Form of or Exercise Price of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Expiration

Title

Amount or Number of Derivative Security: Security Direct (D)

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				Shares		or Indirect (I) (Instr. 5)	
Series B Redeemable Preferred Stock, \$0.001 par value	(1)	(1)	Common Stock	406,250	\$ <u>(1)</u>	D	Â
Series C Redeemable Preferred Stock, \$0.001 par value	(1)	(1)	Common Stock	677,622	\$ <u>(1)</u>	D	Â
Preferred Stock Warrant (Right to Buy)	(2)	01/30/2018	Series C Convertible Preferred Stock	390,000	\$ 5 <u>(2)</u>	D	Â
Series B Redeemable Preferred Stock, \$0.001 par value	(1)	(1)	Common Stock	10,416	\$ <u>(1)</u>	I	By: Presidio Partners 2007 (Parallel), L.P.
Series C Redeemable Preferred Stock, \$0.001 par value	(1)	(1)	Common Stock	17,374	\$ <u>(1)</u>	I	By: Presidio Partners 2007 (Parallel), L.P.
Preferred Stock Warrant (Right to Buy)	(2)	01/30/2018	Series C Convertible Preferred Stock	10,000 (2)	\$ 5 (2)	I	By: Presidio Partners 2007 (Parallel), L.P.

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Presidio Partners 2007, L.P. ONE LETTERMAN DRIVE BUILDING C, SUITE CM500 SAN FRANCISCO, CA 94129	Â	ÂX	Â	Â		
Presidio Partners 2007 (Parallel), L.P. ONE LETTERMAN DRIVE BUILDING C, SUITE CM500 SAN FRANCISCO, CA 94129	Â	ÂX	Â	Â		
Presidio Partners 2007 GP, L.P. ONE LETTERMAN DRIVE BUILDING C, SUITE CM500 SAN FRANCISCO, CA 94129	Â	ÂX	Â	Â		
Presidio Partners 2007 GP, LLC ONE LETTERMAN DRIVE BUILDING C, SUITE CM500 SAN FRANCISCO, CA 94129	Â	ÂX	Â	Â		

Reporting Owners 2

Watson James F ONE LETTERMAN DRIVE Â ÂXÂ Â **BUILDING C, SUITE CM500** SAN FRANCISCO, Â CAÂ 94129 Sohail Faysal A. ONE LETTERMAN DRIVE Â ÂXÂ Â **BUILDING C, SUITE CM500** SAN FRANCISCO, Â CAÂ 94129 Collier David J ONE LETTERMAN DRIVE ÂXÂ Â **BUILDING C, SUITE CM500** SAN FRANCISCO, Â CAÂ 94129

Signatures

PRESIDIO PARTNERS 2007, L.P. By: Presidio Partners 2007 GP, L.P., its General Partner By: Presidio Partners 2007 GP LLC, its General Partner /s/ David J. Collier, Manager				
**Signature of Reporting Person	Date			
Presidio Partners 2007 (Parallel), L.P., By: /s/ David J. Collier, Manager				
**Signature of Reporting Person	Date			
Presidio Partners 2007 GP, L.P. /s/ David J. Collier, Manager				
**Signature of Reporting Person	Date			
Presidio Partners 2007 GP, LLC /s/ David J. Collier, Manager	07/22/2015			
**Signature of Reporting Person	Date			
/s/ James F. Watson	07/22/2015			
**Signature of Reporting Person	Date			
/s/ Faysal A. Sohail	07/22/2015			
**Signature of Reporting Person	Date			
/s/ David J. Collier	07/22/2015			
**Signature of Reporting Person	Date			

Explanation of Responses:

- * 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).
- (1) Each share of the issuer's Series B Preferred Stock and Series C Preferred Stock will be automatically converted on a 2.4 for 1 basis into common stock immediately prior to the closing of the issuer's initial public offering and has no expiration.
 - The warrant is exercisable at the earlier of (i) the holder's election for the number of shares of Series C preferred stock (a) shown in column 3 at a price of \$5.00 per share of Series C preferred stock or (b) such number of shares issuable pursuant to a cashless net exercise
- (2) provision pursuant to which the holder surrenders the warrant and recieves a net number of shares of Series C preferred stock based on the fair market value of such stock at the time of exercise, after deducting the aggregate exercise price (the "Cashless Exercise Provision"); and (ii) immediately prior to the closing of the Issuer's initial public offering pursuant to the Cashless Exercise Provision.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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