

ALBANY MOLECULAR RESEARCH INC

Form 4

September 04, 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CABLE STUART M

2. Issuer Name and Ticker or Trading
Symbol
ALBANY MOLECULAR
RESEARCH INC [AMRI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
GOODWIN PROCTER LLP, 53
STATE STREET

3. Date of Earliest Transaction
(Month/Day/Year)
09/02/2014

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

(Street)
BOSTON, MA 02109

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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	09/02/2014		S ⁽¹⁾		30,000	D	\$ 19.3001 ⁽²⁾	4,143,289 ⁽³⁾ ⁽⁴⁾	I Advisor ⁽⁵⁾

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CABLE STUART M
GOODWIN PROCTER LLP, 53 STATE STREET
BOSTON, MA 02109

X

Signatures

/s/ Stuart M.
Cable 09/04/2014

**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted on May 9, 2014 for each of the trusts named in footnote 3.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.06 to \$19.67, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

(3) Mr. Stuart Cable is a special holding direction advisor to the following trusts: the BTDEL TTEE of Thomas D'Ambra Family Trust I UAD 2/26/97 FBO Abigail D'Ambra, which holds 1,381,095.67 shares of common stock of the Issuer after the transaction reported hereunder, (ii) the BTDEL TTEE of Thomas D'Ambra Family Trust I UAD 2/26/97 FBO Geoffrey D'Ambra, which holds 1,381,096.67 shares after the transaction reported hereunder, and (iii) the BTDEL TTEE of Thomas D'Ambra Family Trust I UAD 2/26/97 FBO Agatha D'Ambra, which holds 1,381,096.66 shares after the transaction reported hereunder.

(4) Bessemer Trust Company of Delaware N.A. is the trustee of each trust and has voting and dispositive power over the shares, subject to the direction of Mr. Cable as described below. Mr. Cable has the authority to direct the trustee in the exercise of all powers with respect to the shares, including investment decisions; however, Mr. Cable does not have any direct or indirect pecuniary interest in the shares and therefore disclaims any beneficial ownership of the shares under Rule 16a-2.

(5) Advisor to the BTDEL TTEE of Thomas D'Ambra Family Trust I UAD 2/26/97 FBO Abigail D'Ambra, (ii) the BTDEL TTEE of Thomas D'Ambra Family Trust I UAD 2/26/97 FBO Geoffrey D'Ambra and (iii) the BTDEL TTEE of Thomas D'Ambra Family Trust I UAD 2/26/97 FBO Agatha D'Ambra.

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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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