

NANOIRICIDES, INC.
Form 4
February 16, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BONIUK MILTON

(Last) (First) (Middle)

**C/O NANOIRICIDES, INC., 1
CONTROLS DRIVE**

(Street)

SHELTON, CT 06484

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NANOIRICIDES, INC. [NNVC]

3. Date of Earliest Transaction
(Month/Day/Year)
02/08/2016

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 Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$0.001 per share | 02/08/2016 | | A | | 9,000 | A | \$ 1.4 |
| | | | | | 159,000 ⁽¹⁾ | I | |
| | | | | | | | Held by Milton Boniuk IRA |
| Common Stock, par value \$0.001 per share | 02/10/2016 | | A | | 9,000 | A | \$ 1.36 |
| | | | | | 168,000 ⁽¹⁾ | I | |
| | | | | | | | Held by Milton Boniuk IRA |
| Common Stock, par | 02/12/2016 | | A | | 34,043 | A | \$ 1.18 |
| | | | | | 976,902 ⁽¹⁾ | I | |
| | | | | | | | Held by Boniuk |

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| | | | | | | | | | |
|---|------------|---|---------|---|-------------------|-------------|---|--|---|
| value \$0.001 per share | | | | | (2) | | | | Interests Ltd. |
| Common Stock, par value \$0.001 per share | 02/12/2016 | A | 34,043 | A | \$ 1.18 (3) | 605,474 (1) | I | | Held by Boniuk Charitable Foundation |
| Common Stock, par value \$0.001 per share | 02/12/2016 | A | 141,844 | A | \$ 1.18 (4) | 309,844 (1) | I | | Held by Milton Boniuk IRA |

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.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo 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 |
| BONIUK MILTON C/O NANOIRICIDES, INC. 1 CONTROLS DRIVE SHELTON, CT 06484 | | X | | |

Signatures

/s/ Milton
Boniuk

02/16/2016

__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) Represents the price of shares issued upon conversion of quarterly interest in the amount of \$40,000 payable pursuant to a previously issued debenture.

Does not include: 952,381 shares of Common Stock issuable upon conversion of a 10% Coupon Series C Convertible Debenture, or 187,000 shares of Series A Preferred Stock held by Milton Boniuk IRA, convertible into 654,500 shares of common stock, which are not readily convertible; 1,133,963 shares of Common Stock and warrants to purchase an additional 571,428 shares of Common Stock held by

(2) the Reporting Person and his wife; warrants to purchase an additional 285,714 shares of Common Stock or an indeterminate number of shares of Common Stock issuable upon conversion of debentures held by Boniuk Interests, Ltd.; or 605,474 shares of Common Stock held by the Boniuk Charitable Foundation. Dr. Boniuk holds voting and dispositive power over the Boniuk Charitable Foundation, Boniuk Interests Ltd. and the Milton Boniuk IRA.

- (3) Represents the price of shares issued upon conversion of quarterly interest in the amount of \$40,000 payable pursuant to a previously issued debenture.

- (4) Represents the price of shares issued upon conversion of quarterly interest in the amount of \$166,666.67 payable pursuant to a previously issued debenture.

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.