STEINER MITCHELL SHUSTER

Form 4

February 08, 2019

FORM 4

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

OMB Number: 3235-0287

Estimated average

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Ad STEINER M		-	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	VERU INC. [VERU] 3. Date of Earliest Transaction	(Check all applicable)				
4400 BISCAYNE BOULEVARD, SUITE 888		LEVARD,	(Month/Day/Year) 02/06/2019	_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) President and CEO				
	(Street)		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				
MIAMI, FL 33137				Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	equired, Disposed of, or Beneficially Owned				

(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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	02/06/2019		S(1)	3,200	D	\$ 1.5112 (2)	7,731,567	D			
Common Stock	02/07/2019		S <u>(1)</u>	300	D	\$ 1.5	7,731,267	D			
Common Stock	02/08/2019		S(1)	6,955	D	\$ 1.5008 (3)	7,724,312	D			
Common Stock							210,000	Ι	Footnote 4		

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

 Title of 	2.	3. Transaction Date	3A. Deemed	4.	:	5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ction	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	,	of	(Month/Day/	Year)	Unde	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8)	Derivative	•		Secur	rities	(Instr. 5)
	Derivative					Securities			(Instr	. 3 and 4)	
	Security					Acquired					
	Ĭ				((A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
						., ,					
										Amount	
							Date	Expiration		or	
							Exercisable Date	•		Number	
								Duic		of	
				Code	V	(A) (D)				Shares	

Deletionship

Reporting Owners

Reporting Owner Name / Address	Keiationsinps					
	Director	10% Owner	Officer	Other		
STEINER MITCHELL SHUSTER						
4400 BISCAYNE BOULEVARD, SUITE 888	X	X	President and CEO			
MIAMI, FL 33137						

Signatures

/s/ Phil Greenberg, via Power of Attorney 02/08/2019

**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 by the reported person on December 18, 2018.
- The price reported above is the weighted average transaction price. The range of prices for such transactions is \$1.50 to \$1.54. Upon request by the Commission staff, the reporting person will provide full information regarding the number of shares sold at each separate price.
- The price reported above is the weighted average transaction price. The range of prices for such transactions is \$1.50 to \$1.505. Upon request by the Commission staff, the reporting person will provide full information regarding the number of shares sold at each separate price.

Reporting Owners 2

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Shares are held by four individual trusts with each trust for the benefit of an adult child of the reporting person. The reporting person's brother is the trustee of each of the trusts. The reporting person disclaims beneficial ownership of these shares, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or any other purpose.

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.