

# PHIBRO ANIMAL HEALTH CORP

Reported by  
**WELCH DANIEL A**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/16/17 for the Period Ending 02/27/17

Address	GLENPOINTE CENTRE EAST, 3RD FLOOR 300 FRANK W. BURR BLVD., SUITE 21 TEANECK, NJ 07666
Telephone	201-329-7300
CIK	0001069899
Symbol	PAHC
SIC Code	2834 - Pharmaceutical Preparations
Industry	Pharmaceuticals
Sector	Healthcare
Fiscal Year	06/30

# FORM 4

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

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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 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>Welch Daniel A</b>  (Last) (First) (Middle)  <b>300 FRANK W. BURR BLVD., STE 21</b>  (Street)  <b>TEANECK, NJ 07666-6712</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>PHIBRO ANIMAL HEALTH CORP [ PAHC ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span> <b>Sr VP, Human Resources</b>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>2/27/2017</b></p>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Class A Common Stock (1)	2/27/2017 (6)		M (3)		3100	A	\$11.83	3100	D	
Class A Common Stock (2)	2/27/2017 (6)		M (3)		1900	A	\$11.83	1900	D	
Class A Common Stock	2/27/2017 (6)		S (3)		5000	D	\$28.30 (4)	0	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to purchase Class A Common Stock (5)	\$11.83	2/27/2017 (6)		M (3)		3100		3/1/2012	2/28/2019	Class A Common Stock	3100	\$0	0	D	
Option to purchase Class A Common Stock	\$11.83	2/27/2017 (6)		M (3)		1900		3/1/2013	2/28/2019	Class A Common Stock	1900	\$0	9150	D	

**Explanation of Responses:**

- (1) Reflects conversions of options with an exercisable date of March 1, 2012.
- (2) Reflects conversions of options with an exercisable date of March 1, 2013.
- (3) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 7, 2016.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.95 to \$28.75, inclusive.
- (5) The Date Exercisable for the securities included on this line was incorrectly reported in the Form 4 for Mr. Welch filed on February 16, 2017. The information in this line reflects the correct Date Exercisable for the Options to purchase Class A Common Stock.
- (6) Report is being submitted late due to a technical error.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Welch Daniel A				

300 FRANK W. BURR BLVD., STE 21  
TEANECK, NJ 07666-6712

Sr VP, Human Resources

**Signatures**

/s/ Thomas G. Dagger, as Attorney-in-Fact for Daniel A. Welch

3/1/2017

—\*\*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.

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