

# PHIBRO ANIMAL HEALTH CORP

Reported by  
**MILLER LARRY LEE**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 09/12/17 for the Period Ending 09/08/17

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

[ ] 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

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>Miller Larry Lee</b>		<b>PHIBRO ANIMAL HEALTH CORP [ PAHC ]</b>		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chief Operating Officer</b>	
(Last) (First) (Middle) <b>300 FRANK W. BURR BLVD., STE 21</b>		3. Date of Earliest Transaction (MM/DD/YYYY) <b>9/8/2017</b>			
(Street) <b>TEANECK, NJ 07666</b>		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)				<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. 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	9/8/2017		M (1)		14930	A	\$11.83	14930	D	
Class A Common Stock	9/8/2017		S (1)		14930	D	\$36.19 (2)	0	D	
Class A Common Stock	9/11/2017		M (1)		9700	A	\$11.83	9700	D	
Class A Common Stock	9/11/2017		S (1)		9700	D	\$36.26 (3)	0	D	
Class A Common Stock	9/12/2017		M (1)		21472	A	\$11.83	21472	D	
Class A Common Stock	9/12/2017		S (1)		21472	D	\$36.45 (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 Common Stock	\$11.83	9/8/2017		M (1)		14930		3/1/2012 (5)	2/28/2019	Class A Common Stock	14930	\$0	125111	D	
Option to purchase Common Stock	\$11.83	9/11/2017		M (1)		9700		3/1/2012 (5)	2/28/2019	Class A Common Stock	9700	\$0	115411	D	
Option to purchase Common Stock	\$11.83	9/12/2017		M (1)		21472		3/1/2012 (5)	2/28/2019	Class A Common Stock	21472	\$0	93939	D	

### Explanation of Responses:

- The sales reported in the Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 14, 2016.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.00 to \$36.65, inclusive.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.20 to \$36.40, inclusive.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.20 to \$36.65, inclusive.
- The date exercisable for the securities included on this line was previously incorrectly reported. The information in this column reflects the correct date exercisable for Mr. Miller's options to purchase Class A Common Stock.

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Miller Larry Lee</b> <b>300 FRANK W. BURR BLVD.</b> <b>STE 21</b> <b>TEANECK, NJ 07666</b>			<b>Chief Operating Officer</b>	

**Signatures**

/s/ Thomas G. Dagger, as Attorney-in-Fact for Larry Lee Miller

9/12/2017

—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.

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.