SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject t	'n
Section 16. Form 4 or Form 5	.0
obligations may continue. See	
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

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hours per response:	0.5

1. Name and Addres Meckler Jeffr	ss of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol <u>Retrophin, Inc.</u> [RTRX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
WICEKIEF SETTLEY TY					Director	10% Owner			
(Last) (First) (Middle) C/O RETROPHIN, INC.		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/18/2016		Officer (give title below)	Other (specify below)			
12255 EL CAMINO REAL			4. If Amendment, Date of Original Filed (Month/Day/Year)		Filing (Check Applicable				
(Street) SAN DIEGO CA 92130		92130		Line) X	Form filed by One Form filed by More Person	Reporting Person e than One Reporting			
(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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	05/18/2016		Α		2,000	Α	\$0.00	54,000	D	

 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. Transa Code (8)		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties red sed 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		e Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: 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				
Employee Stock Option (Right to Buy)	\$16.33	05/18/2016		A		8,000		(1)	05/17/2026	Common Stock	8,000	\$0.00	8,000	D	

Explanation of Responses:

1. The option shall vest in 4 equal quarterly installments following the date of grant.

Remarks:

<u>/s/ Margaret E. Valeur-Jensen,</u>

Attorney-in-Fact

05/19/2016

** 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 Number.

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bligations may continue. Istruction 1(b).	See