

PharMerica CORP
 Form 4
 March 06, 2015

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 *
 McKay Robert A

(Last) (First) (Middle)
 1901 CAMPUS PLACE
 (Street)

LOUISVILLE, KY 40299

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 PharMerica CORP [PMC]

3. Date of Earliest Transaction (Month/Day/Year)
 03/04/2015

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)
 SVP Purchasing, Trade Relations

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 | (D) | Price |
| Common Stock, \$0.01 par value | 03/04/2015 | | F | | 1,380 | D | \$ 27.39 |
| Common Stock, \$0.01 par value | 03/05/2015 | | M | | 24,546 | A | \$ 10.84 |
| Common Stock, \$0.01 par value | 03/05/2015 | | M | | 28,360 | A | \$ 18.48 |

| | | | | | | | |
|--------------------------------|------------|---|--------|---|-----------------------------|--------|---|
| Common Stock, \$0.01 par value | 03/05/2015 | F | 37,883 | D | \$ 27.02 | 86,722 | D |
| Common Stock, \$0.01 par value | 03/06/2015 | S | 20,000 | D | \$ 26.7364 <u>(1)</u> | 66,722 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Common Stock, \$0.01 par value | \$ 10.84 | 03/05/2015 | | M | 24,546 | <u>(2)</u> 03/25/2018 | Common Stock, \$0.01 par value 24,546 |
| Common Stock, \$0.01 par value | \$ 18.48 | 03/05/2015 | | M | 28,360 | <u>(3)</u> 03/16/2017 | Common Stock, \$0.01 par value 28,360 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| McKay Robert A 1901 CAMPUS PLACE LOUISVILLE, KY 40299 | | | SVP Purchasing, Trade Relations | |

Signatures

Berard Tomassetti,
Attorney-in-Fact

03/06/2015

__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).

- This transaction was executed in multiple trades at prices ranging from \$26.65 to \$26.90, inclusive. The price reported above reflects the
- (1) weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
 - (2) The options vested in the following amounts on the following dates: 8,182 options on 03/25/2012, 8,182 options on 03/25/2013, 8,182 options on 03/25/2014. There are 8,183 options remaining that will vest on 03/25/2015.
 - (3) The options vested in the following amounts on the following dates: 7,090 options on 03/16/2011, 7,090 options on 03/16/2012, 7,090 options on 03/16/2013 and 7,090 options on 03/16/2014.

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.