

KAZIMI A J  
Form 4  
May 24, 2012

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
KAZIMI A J

2. Issuer Name and Ticker or Trading  
Symbol

CUMBERLAND  
PHARMACEUTICALS INC [CPIX]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

2525 WEST END AVE., SUITE 950

(Street)

NASHVILLE, TN 37203

(City) (State) (Zip)

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

05/22/2012

4. If Amendment, Date Original  
Filed(Month/Day/Year)

☒ Director ☒ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Chairman and CEO

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

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.**

SEC 1474  
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Se (Instr. 3 and 4)
---------------------------------------	------------------------------	---	---	------------------------	---	--	---

## Edgar Filing: KAZIMI A J - Form 4

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	
Options	\$ 14.3	05/22/2012	D			30,000	12/31/2008 <sup>(1)</sup>	07/31/2008	Common stock	
Options	\$ 14.3	05/22/2012	D			30,000	12/31/2009 <sup>(2)</sup>	02/16/2014	Common stock	
Options	\$ 12.42	05/22/2012	D			50,000	12/31/2010 <sup>(3)</sup>	03/26/2015	Common stock	
Restricted stock	\$ 0	05/22/2012	A		13,497 <sup>(4)</sup>		05/22/2016	<sup>(5)</sup>	Common stock	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KAZIMI A J 2525 WEST END AVE. SUITE 950 NASHVILLE, TN 37203	X	X	Chairman and CEO	

## Signatures

A.J. Kazimi by: /s/ Rick S. Greene as  
attorney-in-fact

05/24/2012

          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) Vested 25% per year beginning 12/31/08 - 12/31/11.

(2) Vested 25% per year beginning 12/31/09 - 12/31/12.

(3) Vested 25% per year beginning 12/31/10 - 12/31/13

(4) Restricted shares acquired in exchange for options tendered as part of the Exchange Program that ended on May 21, 2012.

(5) Restricted stock does not expire.

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.