

Johnson Richard G  
 Form 4  
 September 07, 2017

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
 Johnson Richard G

2. Issuer Name and Ticker or Trading Symbol  
 PHIBRO ANIMAL HEALTH CORP  
 [PAHC]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Chief Financial Officer

(Last) (First) (Middle)  
 300 FRANK W. BURR BLVD., STE 21  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 09/05/2017

TEANECK, NJ 07666

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

(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) | 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 or Price   |  |   |       |   |  |
| Class A Common Stock            | 09/05/2017                           |  | M <sup>(1)</sup>               |   | 4,240   | A  | \$ 11.83  | 4,240 | D |  |
| Class A Common Stock            | 09/05/2017                           |  | S <sup>(1)</sup>               |   | 4,240   | D  | \$ 35.56  | 0     | D |  |
| Class A Common Stock            | 09/05/2017                           |  | M <sup>(1)</sup>               |   | 764   | A  | \$ 11.83  | 764   | D |  |
| Class A Common Stock            | 09/05/2017                           |  | S <sup>(1)</sup>               |   | 764   | D  | \$  | 0     | D |  |

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|                      |            |  |                  |        |   |                 |        |   |
|----------------------|------------|--|------------------|--------|---|-----------------|--------|---|
| Common Stock         |            |  |                  |        |   | 36.54<br>(3)    |        |   |
| Class A Common Stock | 09/06/2017 |  | M <sup>(1)</sup> | 5,664  | A | \$ 11.83        | 5,664  | D |
| Class A Common Stock | 09/06/2017 |  | S <sup>(1)</sup> | 5,664  | D | \$ 35.05<br>(4) | 0      | D |
| Class A Common Stock | 09/07/2017 |  | M <sup>(1)</sup> | 15,941 | A | \$ 11.83        | 15,941 | D |
| Class A Common Stock | 09/07/2017 |  | S <sup>(1)</sup> | 15,941 | D | \$ 35.77<br>(5) | 0      | D |
| Class A Common Stock | 09/07/2017 |  | M <sup>(1)</sup> | 3,198  | A | \$ 11.83        | 3,198  | D |
| Class A Common Stock | 09/07/2017 |  | S <sup>(1)</sup> | 3,198  | D | \$ 36.08<br>(6) | 0      | 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 |
| Option to purchase Common Stock            | \$ 11.83   | 09/05/2017                           |  | M <sup>(1)</sup>               | 5,004   | 03/01/2012 02/28/2019                                    | Class A Common Stock  | 5,004 |                            |
| Option to purchase                         | \$ 11.83   | 09/06/2017                           |  | M <sup>(1)</sup>               | 5,664   | 03/01/2012 02/28/2019                                    | Class A Common  | 5,664 |                            |

