

Franklin Joshua B  
 Form 3  
 August 08, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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)

|                                                                                                                                                                                                                                                                |                                                                                       |                                                                                               |                                                                                                                                                                                                                                                                                                                                   |                                                             |                                                                                                                                                                                                                              |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Franklin Joshua B</p> <p>(Last) (First) (Middle)</p> <p>C/O CORNERSTONE THERAPEUTICS INC.,Â 1255 CRESCENT GREEN DRIVE, SUITE 250</p> <p>(Street)</p> <p>CARY,Â NCÂ 27518</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/31/2012</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CORNERSTONE THERAPEUTICS INC [CRTX]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>VP, Strategy &amp; Bus. Dev.</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Common Stock                       | 25,000 <sup>(1)</sup>                                    | D                                                                 | Â                                                        |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------|---------------------------|----------------------|----------------------------------------------------------|
|-----------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------|---------------------------|----------------------|----------------------------------------------------------|

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|                                                | Date Exercisable | Expiration Date | (Instr. 4)<br>Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) |   |
|------------------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|------------------------------------------------------------|---|
| Option to Purchase Common Stock (Right to Buy) | Â (2)            | 10/31/2018      | Common Stock        | 63,325                     | \$ 3.9                       | D                                                          | Â |
| Option to Purchase Common Stock (Right to Buy) | Â (3)            | 05/27/2019      | Common Stock        | 25,000                     | \$ 7.09                      | D                                                          | Â |
| Option to Purchase Common Stock (Right to Buy) | Â (3)            | 07/27/2019      | Common Stock        | 50,000                     | \$ 9.3                       | D                                                          | Â |
| Option to Purchase Common Stock (Right to Buy) | Â (3)            | 03/02/2020      | Common Stock        | 35,000                     | \$ 5.26                      | D                                                          | Â |
| Option to Purchase Common Stock (Right to Buy) | Â (3)            | 03/01/2021      | Common Stock        | 25,000                     | \$ 5.25                      | D                                                          | Â |
| Option to Purchase Common Stock (Right to Buy) | Â (3)            | 02/27/2022      | Common Stock        | 50,000                     | \$ 5.74                      | D                                                          | Â |

## Reporting Owners

| Reporting Owner Name / Address                                                                                   | Relationships |           |                            |       |
|------------------------------------------------------------------------------------------------------------------|---------------|-----------|----------------------------|-------|
|                                                                                                                  | Director      | 10% Owner | Officer                    | Other |
| Franklin Joshua B<br>C/O CORNERSTONE THERAPEUTICS INC.<br>1255 CRESCENT GREEN DRIVE, SUITE 250<br>CARY, NC 27518 | Â             | Â         | Â VP, Strategy & Bus. Dev. | Â     |

## Signatures

/s/ Joshua B. Franklin 08/08/2012

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Pursuant to the terms of a restricted stock agreement, the remaining vesting schedule of this restricted stock is 12,500 shares on May 28, 2012 and 12,500 shares on May 28, 2013.
- (2) The shares subject to these options were scheduled to vest as to 25% on September 29, 2009, 25% on September 29, 2010, 25% on September 29, 2011, and 25% on September 29, 2012. In connection with our transaction with Chiesi Farmaceutici S.p.A. in July 2009,

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the vesting of all unvested shares as of July 28, 2009 was accelerated.

- (3) Shares subject to these options vest as to 25% of such shares on the first anniversary of the date of grant and as to the remaining shares in 36 approximately equal monthly installments beginning one month thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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