

NANOPHASE TECHNOLOGIES Corp
 Form 4
 November 21, 2016

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 *
WHITMORE R JANET

2. Issuer Name and Ticker or Trading Symbol
NANOPHASE TECHNOLOGIES Corp [NANX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

1319 MARQUETTE DRIVE

11/17/2016

(Street)

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

ROMEDEVILLE, IL 60446

(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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock					32,675	I	By Daughter
Common Stock					1,081,165	D	

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)

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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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Option (right to buy)	\$ 1.36 ⁽¹⁾					01/31/2012	01/31/2021	Common Stock
Deferred Common Stock	⁽²⁾					⁽³⁾	⁽³⁾⁽⁴⁾	Common Stock
Stock Appreciation Right ⁽⁵⁾	\$ 1.18	11/17/2016		D	14,000	⁽⁵⁾	⁽⁵⁾	Common Stock
Stock Option (right to buy)	\$ 0.3 ⁽¹⁾					08/07/2013	08/07/2022	Common Stock
Stock Option (right to buy)	\$ 0.415 ⁽¹⁾					02/14/2014	02/14/2023	Common Stock
Stock Option (right to buy)	\$ 0.52 ⁽⁶⁾					02/13/2015	02/13/2024	Common Stock
Stock Option (right to buy)	\$ 0.44 ⁽¹⁾					02/18/2016	02/18/2025	Common Stock
Stock Option (right to buy)	\$ 0.42 ⁽¹⁾					02/23/2017	02/23/2026	Common Stock
Stock Option (right to buy)	\$ 0.9 ⁽⁷⁾	11/17/2016		A	2,000	11/17/2016	11/17/2026	Common Stock
Stock Option (right to buy)	\$ 1.05 ⁽⁷⁾	11/17/2016		A	2,000	11/17/2016	11/17/2026	Common Stock
Stock Option (right to buy)	\$ 1.18 ⁽⁷⁾	11/17/2016		A	2,000	11/17/2016	11/17/2026	Common Stock
Stock Option (right to buy)	\$ 0.84 ⁽⁷⁾	11/17/2016		A	2,000	11/17/2016	11/17/2026	Common Stock
Stock Option (right to buy)	\$ 1.85 ⁽⁷⁾	11/17/2016		A	2,000	11/17/2016	11/17/2026	Common Stock
Stock Option (right to buy)	\$ 1.1 ⁽⁷⁾	11/17/2016		A	2,000	11/17/2016	11/17/2026	Common Stock
Stock Option (right to buy)	\$ 0.99 ⁽⁷⁾	11/17/2016		A	2,000	11/17/2016	11/17/2026	Common Stock

