

Bendheim Daniel M  
Form 4  
January 24, 2019

**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**

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Bendheim Daniel M

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

300 FRANK W. BURR  
BOULEVARD, SUITE 21

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/22/2019

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Exec. VP, Corporate Strategy

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

TEANECK, NJ 07666

(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 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)
Class A Common Stock	01/22/2019		M <sup>(1)</sup>	2,500 A	\$ 11.83 2,500	D	
Class A Common Stock	01/22/2019		S <sup>(1)</sup>	2,500 D	\$ 31.40 <sup>(2)</sup>	D	
Class A Common Stock	01/23/2019		M <sup>(1)</sup>	2,500 A	\$ 11.83 2,500	D	
Class A	01/23/2019		S <sup>(1)</sup>	1,910 D	\$ 590	D	

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Common Stock						31.58 (3)		
Class A Common Stock	01/23/2019		S(1)	590	D	\$ 32.18 (4)	0	D
Class A Common Stock	01/24/2019		M(1)	2,500	A	\$ 11.83	2,500	D
Class A Common Stock	01/24/2019		S(1)	2,500	D	\$ 31.78 (5)	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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Option to purchase Common Stock	\$ 11.83	01/22/2019		M(1)	2,500	03/01/2013	02/28/2019	Class A Common Stock 2,500
Option to purchase Common Stock	\$ 11.83	01/23/2019		M(1)	2,500	03/01/2013	02/28/2019	Class A Common Stock 2,500
Option to purchase Common Stock	\$ 11.83	01/24/2019		M(1)	2,500	03/01/2014	02/28/2019	Class A Common Stock 2,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bendheim Daniel M 300 FRANK W. BURR BOULEVARD SUITE 21 TEANECK, NJ 07666	X		Exec. VP, Corporate Strategy	

## Signatures

/s/ Thomas G. Dagger, as Attorney-in-Fact for Daniel M.  
Bendheim

01/24/2019

\_\_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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 12, 2018, as amended on September 12, 2018.
  - (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.15 to \$31.82, inclusive.
  - (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.10 to \$32.07, inclusive.
  - (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.13 to \$32.21, inclusive.
  - (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.60 to \$32.10, inclusive.

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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