

ADVANCED PHOTONIX INC

Form 4

April 06, 2015

**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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Anderson Jeffrey J

2. Issuer Name **and** Ticker or Trading  
Symbol  
ADVANCED PHOTONIX INC  
[API]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
2925 BOARDWALK  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/03/2015

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Chief Financial Officer

ANN ARBOR, MI 48104

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| API Class A<br>Common<br>Stock        |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 143,993                                                                                                            | 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)

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

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| 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) |                            | 8. Filing Date (Instr. 3) |
|-----------------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------|---------------------------------------------------------------|----------------------------|---------------------------|
|                                                     |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date | Title                                                         | Amount or Number of Shares |                           |
| Employee Stock Option (Right to Buy) <sup>(1)</sup> | \$ 0.95                                                |                                      |                                                    |                                |                                                                                         | 08/29/2012                                               | 07/03/2015      | API Class A Common Stock                                      | 40,000                     |                           |
| Employee Stock Option (Right to Buy) <sup>(1)</sup> | \$ 0.95                                                |                                      |                                                    |                                |                                                                                         | 08/29/2013                                               | 07/03/2015      | API Class A Common Stock                                      | 40,000                     |                           |
| Employee Stock Option (Right to Buy) <sup>(1)</sup> | \$ 0.95                                                |                                      |                                                    |                                |                                                                                         | 08/29/2014                                               | 07/03/2015      | API Class A Common Stock                                      | 40,000                     |                           |
| Employee Stock Option (Right to Buy) <sup>(1)</sup> | \$ 0.63                                                |                                      |                                                    |                                |                                                                                         | 12/12/2012                                               | 07/03/2015      | API Class A Common Stock                                      | 8,333                      |                           |
| Employee Stock Option (Right to Buy) <sup>(1)</sup> | \$ 0.63                                                |                                      |                                                    |                                |                                                                                         | 06/12/2013                                               | 07/03/2015      | API Class A Common Stock                                      | 8,333                      |                           |
| Employee Stock Option (Right to Buy) <sup>(1)</sup> | \$ 0.63                                                |                                      |                                                    |                                |                                                                                         | 06/12/2014                                               | 07/03/2015      | API Class A Common Stock                                      | 8,334                      |                           |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|--------------------------------|---------------|

Reporting Owners

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Director    10% Owner    Officer    Other

Anderson Jeffrey J  
2925 BOARDWALK  
ANN ARBOR, MI 48104

Chief Financial Officer

## Signatures

Jeffrey  
Anderson                      04/06/2015

\_\_Signature of                      Date  
Reporting Person

## 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) Stock Option granted under Advanced Photonix, Inc's 2007 Equity Incentive Plan.

### Remarks:

Effective April 3, 2015, Jeffrey Anderson resigned as Chief Financial Officer of the Issuer. This Form 4 serves as his exit filing.

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.