

NANO VIRICIDES, INC.

Form 4

July 18, 2014

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

OMB APPROVAL

OMB  
Number: 3235-0287Expires: January 31,  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BONIUK MILTON**

(Last) (First) (Middle)

**C/O NANO VIRICIDES, INC., 135  
WOOD STREET, SUITE 205**

(Street)

**WEST HAVEN, CT 06516**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol**NANO VIRICIDES, INC. [NNVC]**3. Date of Earliest Transaction  
(Month/Day/Year)**07/02/2014**4. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person**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)
Common Stock, par value \$0.001	07/17/2014		P	28,572 (1)	A \$ 3.5	658,963 (2) (3)	D
Common Stock, par value \$0.001	07/17/2014		P	28,572 (1)	A \$ 3.5	314,286 (4)	I

Held by  
Boniuk  
Interests,  
Ltd.

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**SEC 1474  
(9-02)

**displays a currently valid OMB control number.**

**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
10% Coupon Series C Convertible Debenture	\$ 5.25	07/02/2014		A		1		(5)	(6)	Common Stock	952,381
Series A Convertible Preferred Stock	\$ 0	07/11/2014		A		187,000		(5)	(6)	Common Stock	654,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BONIUK MILTON C/O NANOVRICIDES, INC. 135 WOOD STREET, SUITE 205 WEST HAVEN, CT 06516	X			

## Signatures

/s/ Milton  
Boniuk 07/18/2014

           \*\*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 shares of common stock were acquired upon exercise of warrants issued to the Reporting Person on September 11, 2013.

(2) Held by the Reporting Person and his wife Laurie Boniuk.

(3) Does not include warrants to purchase an additional 542,856 shares of common stock, 314,286 shares of common stock held in the name of Boniuk Interests, Ltd., warrants to purchase an additional 257,142 shares of common stock held in the name of Boniuk Interests, Ltd., 190,477 shares of common stock held by Boniuk Charitable Foundation, 100 shares of common stock issuable upon exercise of warrants

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that are currently exercisable, an indeterminate number of shares of common stock issuable upon conversion of debentures held by Boniuk Interests Ltd. and Boniuk Charitable Foundation that are currently exercisable, 952,381 shares of common stock issuable upon conversion of a debenture and 654,500 shares of common stock underlying shares of Series A Preferred Stock which are not readily exercisable held by Milton Boniuk IRA.

- (4) See Note 3 regarding the explanation of the Reporting Person's other holdings of the Issuer's securities
- (5) The securities are presently exercisable.
- (6) The derivative securities do not expire.

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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