

Ampio Pharmaceuticals, Inc.
 Form 3/A
 November 27, 2013

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

OMB APPROVAL

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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)

1. Name and Address of Reporting Person *

Â Bar-Or David
 (Last) (First) (Middle)

C/O AMPIO
 PHARMACEUTICALS,
 INC.,Â 5445 DTC PARKWAY,
 SUITE 925
 (Street)

GREENWOOD
 VILLAGE,Â COÂ 80111
 (City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 08/12/2010

3. Issuer Name and Ticker or Trading Symbol
 Ampio Pharmaceuticals, Inc. [AMPE]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

09/27/2011

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 Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	08/12/2020	Common Stock	400,000 (1)	\$ 1.03	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bar-Or David C/O AMPIO PHARMACEUTICALS, INC. 5445 DTC PARKWAY, SUITE 925 GREENWOOD VILLAGE,Â COÂ 80111	Â X	Â	Â Chief Scientific Officer	Â

Signatures

/s/ Mark D. McGregor, by power of attorney

11/27/2013

__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).
- As previously reported on a Form 3 filed on September 27, 2011 by the reporting person, the reporting person reported acquiring stock options to purchase 700,000 shares of common stock pursuant to the Company's 2010 Stock and Incentive Plan. However, the Company subsequently determined that stock options to purchase 300,000 shares of common stock were not validly granted pursuant to the
- (1) Company's 2010 Stock and Incentive Plan because they exceeded the limit on the number of stock options that may be granted to any individual participant during any calendar year period. Accordingly, the attempted grant of these excess stock options was ineffective, and they were never granted to the reporting person. The reporting person is filing this amendment to report the correct amount of stock options acquired.
 - (2) The stock option vests and becomes exercisable with respect to one-third of the underlying shares on the date of grant (August 12, 2010), with respect to one third of the underlying shares on the first anniversary of the date of grant, and with respect to the remaining one-third of the underlying shares on the second anniversary of the date of grant.

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.