

JANKOWSKI JESS

Form 4

May 24, 2018

**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 \*  
JANKOWSKI JESS

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)  
1319 MARQUETTE DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/23/2018

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President, CEO

ROMEDEVILLE, IL 60446

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock					38,801	D	
Common Stock					1,000	I	Spouse's IRA

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  
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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 Amount Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock (right to purchase)	\$ 1.02							05/04/2010 <sup>(1)</sup>	05/04/2019	Common Stock	30,000
Common Stock (right to purchase)	\$ 1.7							05/03/2011 <sup>(1)</sup>	05/03/2020	Common Stock	27,000
Common Stock (right to purchase)	\$ 1.26							05/02/2012 <sup>(1)</sup>	05/02/2021	Common Stock	85,000
Common Stock (right to purchase)	\$ 0.3							08/07/2013 <sup>(1)</sup>	08/07/2022	Common Stock	98,000
Common Stock (right to purchase)	\$ 0.415							02/14/2014 <sup>(1)</sup>	02/14/2023	Common Stock	90,000
Common Stock (right to purchase)	\$ 0.52							02/13/2015 <sup>(2)</sup>	02/13/2024	Common Stock	90,000
Common Stock (right to purchase)	\$ 0.44							02/18/2016 <sup>(3)</sup>	02/18/2025	Common Stock	81,000
Common Stock (right to purchase)	\$ 0.42							02/23/2017 <sup>(3)</sup>	02/23/2026	Common Stock	69,000
	\$ 0.68							02/21/2018 <sup>(3)</sup>	02/21/2027		81,000

Common  
Stock  
(right to  
purchase)

Common  
Stock

Common  
Stock  
(right to  
purchase)

\$ 0.82

05/23/2018

A

90,000

05/23/2019<sup>(1)</sup>

05/23/2028

Common  
Stock

90,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JANKOWSKI JESS 1319 MARQUETTE DRIVE ROMEOVILLE, IL 60446	X		President, CEO	

## Signatures

Jess A. Jankowski 05/24/2018

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) Subject to certain restrictions, beginning on this date, options vest in three equal annual installments.

(2) Subject to certain restrictions, beginning on this date, options vest in three equal installments.

(3) Subject to certain restrictions, beginning on this date, the options vest in three equal annual installments.

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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