

BONIUK MILTON  
Form 4  
October 11, 2018

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol  
NANOVIRICIDES, INC. [NNVC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1111 HERMANN DRIVE, UNIT 29E

3. Date of Earliest Transaction (Month/Day/Year)  
02/21/2017

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

(Street)

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

HOUSTON, TX 77004

(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	(A) or (D)	Price		
Common Stock, par value \$0.001 per share	02/21/2017		M <sup>(1)</sup>		1,746,288	A	<u>(2)</u> 2,776,793	I	Held by Boniuk Interests, Ltd. ( <sup>(3)</sup> )
Common Stock, par value \$0.001 per share	02/21/2017		A <sup>(4)</sup>		153,611	A	<u>(4)</u> 1,092,426	I	Held by the Milton Boniuk IRA <sup>(5)</sup>
Common Stock, par	05/04/2017		A <sup>(6)</sup>		149,478	A	<u>(6)</u> 1,241,904	I	Held by the Milton

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value \$0.001 per share									Boniuk IRA <u>(5)</u>
Common Stock, par value \$0.001 per share	07/11/2017		A <u>(7)</u>	120,744	A	<u>(7)</u>	1,362,648	I	Held by the Milton Boniuk IRA <u>(5)</u>
Common Stock, par value \$0.001 per share	05/21/2018		M <u>(8)</u>	5,500,000	A	<u>(9)</u>	6,862,648	I	Held by the Milton Boniuk IRA <u>(5)</u>
Common Stock, par value \$0.001 per share							823,428	D <u>(10)</u>	

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.**

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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 Underlying S (Instr. 3 and	
				Code V (A) (D)		Date Exercisable	Expiration Date	Title
8% Coupon Series B Convertible Debenture	\$ 1 <u>(2)</u>	02/21/2017		M <u>(1)</u>	\$ 2,000,000 <u>(1)</u>	01/31/2017	<u>(11)</u>	Common Stock
10% Coupon Series C Convertible Debenture	\$ 5.25 <u>(9)</u>	05/21/2018		M <u>(8)</u>	\$ 5,000,000 <u>(8)</u>	06/30/2018	<u>(11)</u>	Common Stock
Series A Conv Pref Stock, par	\$ 0 <u>(12)</u>	05/21/2018		A <u>(13)</u>	150,000	<u>(12)</u>	<u>(11)</u>	Common Stock

value  
\$0.001 per  
share

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BONIUK MILTON 1111 HERMANN DRIVE, UNIT 29E HOUSTON, TX 77004				

## Signatures

/s/ Milton  
Boniuk

10/11/2018

\_\_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) Pursuant to the Conversion and Settlement Agreement, dated as of February 8, 2017 (the "Series B Debenture Conversion Agreement"), between the Issuer and Boniuk Interests, Ltd. (the "Partnership"), on February 21, 2017 the Issuer issued to the Partnership 1,746,288 shares of Common Stock in connection with the Issuer's conversion into shares of Common Stock of the Issuer's 8% Coupon Series B Convertible Debenture due January 31, 2017 (the "Series B Debenture"), including the entire \$2,000,000 principal amount plus unpaid interest through the stated maturity date.
  - (2) The effective price per share of Common Stock issued pursuant to the Series B Debenture Conversion Agreement was approximately \$1.15.
  - (3) The securities reported in this row are held by the Partnership, a Texas limited partnership. The Reporting Person, as the managing general partner of the Partnership, may be deemed the beneficial owner of such securities for purposes of Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act").
  - (4) The Issuer issued such shares to the Milton Boniuk IRA (the "IRA") in payment of quarterly interest due on the Issuer's 10% Coupon Series C Convertible Debenture due June 30, 2018 (the "Series C Debenture"), at an effective price of approximately \$1.08 per share of Common Stock.
  - (5) The securities reported in this row are held by the IRA. The Reporting Person, as the owner and beneficiary of the IRA, may be deemed the beneficial owner of such securities for purposes of Section 16(a) of the Exchange Act.
  - (6) The Issuer issued such shares to the IRA in payment of quarterly interest due on the Series C Debenture, at an effective price of approximately \$1.11 per share of Common Stock.
  - (7) The Issuer issued such shares to the IRA in payment of quarterly interest due on the Series C Debenture, at an effective price of approximately \$1.38 per share of Common Stock.
  - (8) Pursuant to the Debenture Redemption Agreement, dated as of November 13, 2017 (the "Series C Debenture Redemption Agreement"), between the Issuer and the IRA, on May 21, 2018 the Issuer issued to the IRA 5,500,000 shares of Common Stock in connection with the Issuer's redemption in full of the Series C Debenture, including the entire \$5,000,000 principal amount plus unpaid interest of \$500,000 through the stated maturity date.
  - (9) The effective price per share of Common Stock issued pursuant to the Series C Debenture Redemption Agreement was \$1.00.
  - (10) The securities reported in this row include 194,857 shares of Common Stock held directly by the Reporting Person and 628,571 shares of Common Stock held jointly by the Reporting Person and his spouse.
  - (11) There is no expiration date for the Series B Debenture, the Series C Debenture or the Series A Convertible Preferred Stock.

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- (12) Each share of Series A Convertible Preferred Stock is convertible by the holder into 3.5 shares of Common Stock upon a change of control of the Issuer, as defined in the certificate of designation relating to the Series A Convertible Preferred Stock.
- (13) Pursuant to the Series C Debenture Redemption Agreement, the Issuer issued to the IRA 150,000 shares of Series A Convertible Preferred Stock, as consideration for the IRA's waiver of certain rights under the Series C Debenture.

### **Remarks:**

The Reporting Person served as a director of the Issuer from approximately May 28, 2013 until his resignation as a director of

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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