#### **CESARIO FRANK**

Form 4

November 16, 2017

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per 0.5 response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CESARIO FRANK			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) 11/14/2017	Director 10% Owner Start Officer (give title Other (specify below) Chief Financial Officer		
			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		
ROMEOVILLE, IL 60446				Form filed by More than One Reporting Person		

(City)	(State)	Zip) Table	I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	11/14/2017		M	7,400	A	\$ 0.3	91,183	D	
Common Stock	11/14/2017		S	7,400	D	\$ 0.61	83,783	D	
Common Stock	11/15/2017		M	6,167	A	\$ 0.3	89,950	D	
Common Stock	11/15/2017		S	6,167	D	\$ 0.61	83,783	D	
Common Stock	11/15/2017		M	13,000	A	\$ 0.42	96,783	D	

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Common Stock 11/15/2017 S 13,000 D \$ 83,783 D

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

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SEC 1474

(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. Transactic Code (Instr. 8)	Secu Secu Acqu or Di (D)	urities uired (A) Disposed of tr. 3, 4,	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	Amour or Numbe of Shar
Common Stock (right to buy)	\$ 1.07						06/24/2010(1)	06/24/2019	Common Stock	20,00
Common Stock (right to buy)	\$ 1.7						05/03/2011(1)	05/03/2020	Common Stock	20,00
Common Stock (right to buy)	\$ 1.26						05/02/2012(1)	05/02/2021	Common Stock	31,00
Common Stock (right to buy)	\$ 0.3	11/15/2017		M		13,667	08/07/2013(1)	08/07/2022	Common Stock	13,66
Common Stock (right to buy)	\$ 0.415	11/15/2017		M		13,000	02/14/2014(1)	02/14/2023	Common Stock	13,00
Common Stock (right to buy)	\$ 0.52						02/13/2015(1)	02/13/2024	Common Stock	40,00

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Common Stock (right to buy)	\$ 0.44	02/18/2016(1)	02/18/2025	Common Stock	36,00
Common Stock	\$ 0.42	02/23/2017(1)	02/23/2026	Common Stock	31,50
Common Stock	\$ 0.68	02/21/2018(1)	02/21/2027	Common Stock	36,00

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CESARIO FRANK 1319 MARQUETTE DRIVE ROMEOVILLE, IL 60446

Chief Financial Officer

## **Signatures**

/s/ Frank
Cesario

\*\*Signature of Reporting Person

11/16/2017

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.

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.

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