

Insys Therapeutics, Inc.  
Form SC 13G  
November 18, 2014

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

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**INSYS THERAPEUTICS, INC.**

(Name of Issuer)

**Common Stock, \$0.0002145 par value per share**

(Title of Class of Securities)

**45824V209** (CUSIP Number)

**December 31, 2013**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

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The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 10 pages

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Names of Reporting  
Persons  
1 **John N. Kapoor Trust,  
dtd 9/20/89**

Check the Appropriate  
2 Box if a Member of a  
Group  
(a)  
(b) (1)

3 SEC Use Only

Citizenship or Place of  
4 Organization

**Illinois**

Number of  
5 Shares  
of **21,124,805**

Beneficially  
6 Owned

by  
7 Sole Dispositive Power  
of **21,124,805**

8 Person  
With Shared Dispositive Power  
**0**

Aggregate Amount  
9 Beneficially Owned by  
Each Reporting Person  
**21,124,805**

Check if the Aggregate  
10 Amount in Row (9)  
Excludes Certain Shares

Percent of Class  
11 Represented by Amount  
in Row (9)  
**61.9%(2)**

12 Type of Reporting Person  
**OO**

(1) This schedule is filed by John N. Kapoor Trust, dtd 9/20/89, of which Dr. Kapoor is the sole trustee and sole beneficiary; EJ Financial/NEO Management, L.P., of which Dr. Kapoor is Managing General Partner; and The John

and Editha Kapoor Charitable Foundation, or the Charitable Foundation, of which Dr. Kapoor is a joint trustee. The persons and entities named in this footnote are referred to individually herein as a "Reporting Person" and collectively as the "Reporting Persons."

(2) The percentage is based on an aggregate of 34,152,259 shares of common stock outstanding as of March 28, 2014.

Names of Reporting  
 1 Persons  
**John N. Kapoor**

Check the Appropriate  
 2 Box if a Member of a  
 Group  
 (a)  
 (b) (1)

3 SEC Use Only

Citizenship or Place of  
 4 Organization  
**U.S.A.**

Number of  
 5 Shares  
 Sole Voting Power  
 of **5,990(2)**

Number of  
 6 Shares  
 Beneficially Voting Power  
 Owned by **21,162,280**  
 by  
 7 Sole Dispositive Power  
 Reported by **5,990(2)**  
 Person  
 With **8** Shared Dispositive Power  
**21,162,280**

Aggregate Amount  
 9 Beneficially Owned by  
 Each Reporting Person  
**21,168,270**

Check if the Aggregate  
 10 Amount in Row (9)  
 Excludes Certain Shares

Percent of Class  
 11 Represented by Amount  
 in Row (9)  
**62.0%(3)**

12 Type of Reporting Person  
**IN**

(1) This schedule is filed by John N. Kapoor Trust, dtd 9/20/89, of which Dr. Kapoor is the sole trustee and sole beneficiary; EJ Financial/NEO Management, L.P., of which Dr. Kapoor is Managing General Partner; and The John and Editha Kapoor Charitable Foundation, or the Charitable Foundation, of which Dr. Kapoor is a joint trustee. The

persons and entities named in this footnote are referred to individually herein as a “Reporting Person” and collectively as the “Reporting Persons.”

(2) Represents shares that Dr. Kapoor has the right to acquire within 60 days of March 28, 2014 pursuant to the exercise of stock options.

(3) The percentage is based on an aggregate of 34,152,259 shares of common stock outstanding as of March 28, 2014.

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Names of Reporting  
Persons  
1 **EJ Financial/NEO  
Management, L.P.**

Check the Appropriate  
2 Box if a Member of a  
Group  
(a)  
(b) (1)

3 SEC Use Only

Citizenship or Place of  
4 Organization

**Illinois**

Number of  
5 Shares  
of **0**

Beneficially  
6 Owning  
Voting Power  
**28,144**

by  
7 Sole Dispositive Power  
Reporting  
Person

With  
8 Shared Dispositive Power  
**28,144**

Aggregate Amount  
9 Beneficially Owned by  
Each Reporting Person  
**28,144**

Check if the Aggregate  
10 Amount in Row (9)  
Excludes Certain Shares

Percent of Class  
11 Represented by Amount  
in Row (9)  
**0.1%(2)**

12 Type of Reporting Person  
**PN**

(1) This schedule is filed by John N. Kapoor Trust, dtd 9/20/89, of which Dr. Kapoor is the sole trustee and sole beneficiary; EJ Financial/NEO Management, L.P., of which Dr. Kapoor is Managing General Partner; and The John

and Editha Kapoor Charitable Foundation, or the Charitable Foundation, of which Dr. Kapoor is a joint trustee. The persons and entities named in this footnote are referred to individually herein as a “Reporting Person” and collectively as the “Reporting Persons.”

(2) The percentage is based on an aggregate of 34,152,259 shares of common stock outstanding as of March 28, 2014.

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Names of Reporting  
Persons

1 **The John and Editha  
Kapoor Charitable  
Foundation**

Check the Appropriate

2  Box if a Member of a  
Group

(a)

(b)  (1)

3 SEC Use Only

Citizenship or Place of

4 Organization

**Illinois**

Number of Shares

of **0**

Shares

Beneficially Voting Power

Owned by **0**

by

Each Reporting Person

with **0**

Shared Dispositive Power

**9,331**

Aggregate Amount

9 Beneficially Owned by

Each Reporting Person

**9,331**

Check if the Aggregate

10 Amount in Row (9)

Excludes Certain Shares

Percent of Class

11 Represented by Amount

in Row (9)

**0.1% (2)**

12 Type of Reporting Person

**OO**

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(1) This schedule is filed by John N. Kapoor Trust, dtd 9/20/89, of which Dr. Kapoor is the sole trustee and sole beneficiary; EJ Financial/NEO Management, L.P., of which Dr. Kapoor is Managing General Partner; and The John and Editha Kapoor Charitable Foundation, or the Charitable Foundation, of which Dr. Kapoor is a joint trustee. The persons and entities named in this footnote are referred to individually herein as a "Reporting Person" and collectively as the "Reporting Persons."

(2) The percentage is based on an aggregate of 34,152,259 shares of common stock outstanding as of March 28, 2014.

Name of Issuer:  
Insys Therapeutics, Inc.

**Item 1(a).**

Address of Issuer's Principal Executive Offices:

1333 South Spectrum Blvd

**Item 1(b).**

Suite 100

Chandler, AZ 85286

Name of Person Filing:  
This Schedule 13G is being jointly filed by:

**Item 2(a).**

John N. Kapoor Trust, dtd 9/20/89

John N. Kapoor

EJ Financial/NEO Management, L.P.

The John and Editha Kapoor Charitable Foundation  
Address of Principal Business Office, or, if none, Residence:  
c/o EJ Financial Enterprises, Inc.

**Item 2(b).**

100 North Field Drive, Suite 150

Lake Forest, IL 60045

**Item 2(c).**

Citizenship:

John N. Kapoor Trust, dtd 9/20/89 -- Illinois

John N. Kapoor -- U.S.A.

EJ Financial/NEO Management, L.P. -- Illinois

The John and Editha Kapoor Charitable Foundation -- Illinois

**Item 2(d).**

Title of Class of Securities:  
Common Stock

**Item 2(e).**

CUSIP No.:  
45824V209

**Item 3.**

Not Applicable.



**Item 4. Ownership**

Entity	Shares Held	Sole Voting	Shared Voting	Sole Dispositive	Shared Dispositive	Beneficial Ownership	Percentage of Class (1)
	Directly	Power	Power	Power	Power		
John N. Kapoor Trust, dtd 9/20/89	21,124,805	21,124,805		21,124,805		21,124,805	61.9%
John N. Kapoor	5,990	5,990	21,162,280	5,990	21,162,280	21,168,270	62%
EJ Financial/NEO Management, L.P.	28,144		28,144		28,144	28,144	0.08%
The John and Editha Kapoor Charitable Foundation	9,331		9,331		9,331	9,331	0.02%

**Item 5. Ownership of Five Percent or Less of a Class.**

If this statement is being filed to report the fact that as of the date hereof, the Reporting Persons have ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person**

Not applicable

**Item 8. Identification and Classification of Members of the Group**

See Exhibit 99.1

**Item 9. Notice of Dissolution of Group**

Not applicable



**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: August 14, 2014

/s/ John N. Kapoor  
JOHN N. KAPOOR

JOHN N. KAPOOR TRUST, DTD 9/20/89  
EJ FINANCIAL/NEO  
MANAGEMENT, L.P.

By: /s/ John N. Kapoor  
John N. Kapoor, Trustee

By: /s/ John N. Kapoor  
John N. Kapoor, Managing  
General Partner

THE JOHN AND EDITHA  
KAPOOR CHARITABLE  
FOUNDATION

By: /s/ John N. Kapoor  
John N. Kapoor, Joint Trustee

**EXHIBIT INDEX**

**Exhibit No.**

99.1 Agreement pursuant to 13d-1(k)(1) among John N. Kapoor, John N. Kapoor Trust, dtd 9/20/89, EJ Financial/NEO Management, L.P. and The John and Editha Kapoor Charitable Foundation.