

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Zhang Jack Y.			Amphastar Pharmaceuticals, Inc. [AMPH]			<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			<input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
C/O AMPHASTAR PHARMACEUTICALS, INC., 11570 6TH STREET			3/15/2024			CEO & Chief Scientific Officer		
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
RANCHO CUCAMONGA,, CA 91730						<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	3/15/2024		M		722,046	A	\$12.46	2,858,043	D	
Common Stock	3/15/2024		F		408,721 ⁽¹⁾	D	\$43.05	2,449,322	D	
Common Stock	3/17/2024		F		15,768 ⁽²⁾	D	\$43.05	2,433,554	D	
Common Stock	3/15/2024		M		310,930	A	\$12.46	1,439,466	I	See footnote ⁽³⁾
Common Stock	3/15/2024		F		202,658 ⁽⁴⁾	D	\$43.05	1,236,808	I	See footnote ⁽³⁾
Common Stock	3/17/2024		F		7,052 ⁽²⁾	D	\$43.05	1,229,756	I	See footnote ⁽³⁾
Common Stock								6,827,679	I	See footnote ⁽³⁾

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$12.46	3/15/2024		M		722,046		⁽⁶⁾	3/17/2024	Common Stock	722,046	\$0	0	D	
Employee Stock Option (right to buy)	\$12.46	3/15/2024		M		310,930		⁽⁶⁾	3/17/2024	Common Stock	310,930	\$0	0	I	See footnote ⁽³⁾

Explanation of Responses:

- (1) Consists of 399,187 shares withheld to pay the exercise price and withholding taxes incurred in connection with the exercise of 622,046 options and 9,534 shares withheld to satisfy the reporting person's tax liability in connection with the vesting of restricted stock units, or RSUs.
- (2) The reported shares were withheld to satisfy the reporting person's tax liability in connection with the vesting of RSUs.

- (3) The securities are held of record by Mary Z. Luo. The reporting persons are husband and wife.
- (4) Consists of 198,640 shares withheld to pay the exercise price and withholding taxes incurred in connection with the option exercise and 4,018 shares withheld to satisfy the reporting person's tax liability in connection with the vesting of RSUs.
- (5) The shares are held of record by Applied Physics & Chemistry Laboratories, Inc., of which the reporting persons and The Bill Luobei Zhang 2004 Irrevocable Trust are the sole owners.
- (6) Shares subject to the option are fully vested and immediately exercisable.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zhang Jack Y. C/O AMPHASTAR PHARMACEUTICALS, INC. 11570 6TH STREET RANCHO CUCAMONGA,, CA 91730	X	X	CEO & Chief Scientific Officer	
Luo Mary Z. C/O AMPHASTAR PHARMACEUTICALS, INC. 11570 6TH STREET RANCHO CUCAMONGA, CA 91730	X	X	COO,Chief Scientist & Chairman	

Signatures

/s/ Eva Wen, by power of attorney for Jack Y. Zhang

3/19/2024

**Signature of Reporting Person

Date

/s/ Eva Wen, by power of attorney for Mary Z. Luo

3/19/2024

**Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.