#### Edgar Filing: Gress Randy - Form 4/A

Gress Randy Form 4/A											
March 15, 20	)11										
FORM			SECUD	TTIES A			NCE	COMMISSION	r	PPROVAL	
	UNITED	SIAIE		hington,			NGE (	_01VIIVII5510IN	OMB Number:	3235-0287	
Check thi			vv us	inington,	D.C. 20.				Expires:	January 31	
if no long subject to		MENT O	F CHAN	GES IN I	BENEFI	CIA	LOW	NERSHIP OF	·	2005	
Section 1	Section 16.				SECURITIES				Estimated average burden hours per response 0.5		
Form 4 or Form 5		irsuant to	Section 1	5(a) of the	5(a) of the Securities Exchange Act of 1934,					0.5	
obligation may cont	ns Section 17						-	f 1935 or Sectio	n		
See Instru		30(h)	of the In	vestment	Compan	y Act	t of 194	40			
1(b).											
(Print or Type F	Responses)										
Gress Randy Symbol			Name and Ticker or Trading				5. Relationship of Reporting Person(s) to				
			Symbol	ol				Issuer			
			Innopho	s Holding	gs, Inc. [l	PHS	]	(Check all applicable)			
(Last)	(First)	(Middle)		Earliest Tra	ansaction						
259 PROSP	ECT PLAINS F	POAD	(Month/D 02/17/20	•				X Director X Officer (give		b Owner er (specify	
25711001			02/1//20	511				below)	below) CEO		
	(Street)		4 TE A	- descent Des							
				. If Amendment, Date Original iled(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)			
			02/22/20	-				_X_ Form filed by (			
CRANBUR	Y, NJ 08512							Form filed by M Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ities Acc	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of	2. Transaction Da			3.				5. Amount of	6. Ownership		
Security (Instr. 3)	(Month/Day/Year	r) Executi any	on Date, if	Transaction(A) or Disposed of Code (D)					Form: Direct (D) or	Beneficial Ownership	
(1130.3)		-	/Day/Year)				Owned	Indirect (I)			
								Following Reported	(Instr. 4)	(Instr. 4)	
						(A) or		Transaction(s)			
				Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock	02/17/2011			D	424	D	\$ 2.55	43,734 <u>(2)</u>	D		
Common Stock	02/17/2011			М	7,232	А	\$ 2.55	50,966 <u>(2)</u>	D		

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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# 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)	Code	5. Number onof 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 of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Option To Purchase Common Stock	\$ 2.55	02/17/2011		М	7,232	<u>(1)</u>	04/01/2015	Common Stock - Non-Derivative	7,2

### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Gress Randy 259 PROSPECT PLAINS ROAD CRANBURY, NJ 08512	Х		CEO			

#### Signatures

Randolph Gress03/15/2011\*\*Signature of<br/>Reporting PersonDate

## **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) These options, which are fully vested and exercisable, were granted under the 2005 Executive Stock Option Plan.

This Amended Form 4 is being filed to correct the Amount of Securities Beneficially Owned Following Reported Transactions. Filings by(2) the reporting person subsequent to the original filing of this form and prior to this Amended Form 4 have already utilized the correct amount of securities beneficially owned.

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.