FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL									
OMB Number:	3235-0287								
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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

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*  ADAMS ADRIAN  (Last) (First) (Middle)  C/O AUXILIUM PHARMACEUTICALS, INC.					ACR 3. Dat	2. Issuer Name and Ticker or Trading Symbol ACELRX PHARMACEUTICALS INC [ ACRX ]  3. Date of Earliest Transaction (Month/Day/Year) 02/11/2013							(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner  Officer (give title Other (specify below) below)				/ner
640 LEE ROAD  (Street)  CHESTERBROOK PA  (City) (State) (Zip)			4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person						
		Tab	le I - N	on-Deriv	ative S	Sec	urities	Ac	guired, I	Disp	osed of,	or Ben	eficiall	v Owned				
1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day)					Execution Date,			Transaction Disposed C		ies Acquired (A) or Of (D) (Instr. 3, 4		5. Amount of Securities Beneficially Owned Following		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	Reported Transact (Instr. 3	on(s)		. 4)	msu. 4)	
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)	Execution Date, if any		4. Transaction Code (Instr. 8)		of E		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securitie Beneficial Owned Followin Reported Transact (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
					Code	v	(A)	(D)	Date Exercisable	e	Expiration Date	Title	Amount or Number of Shares					
Stock Option (Right to Buy) <sup>(1)</sup>	\$5.45	02/11/2013			A		15,000		03/11/2013 <sup>(</sup>	2)(3)	02/10/2023	Common Stock	15,000	\$0.00	15,00	0	D	

## Explanation of Responses:

- 1. Issued pursuant to the 2011 Equity Incentive Plan.
- 2. The shares subject to the option vest as follows: 1/36 of the shares subject to the option vest on an equal monthly basis over the 36 months following the Vesting Commencement Date of 2/11/2013.
- 3. Subject to full vesting acceleration as of immediately prior to the effective date of certain change in control transactions involving the Company.

/s/ Christopher Whitmore. Attorney-in-fact 02/12/2013

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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 Number.