SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 [*] GMS Tenshi Holdings Pte. Ltd	Requiring State	Date of Event equiring Statement Month/Day/Year) 3. Issuer Name and Ticker or Trading Symbol Oncobiologics, Inc. [ONS]						
(Last) (First) (Middle) 36 ROBINSON ROAD, #13-01, CITY			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner			5. If Amendment, Date of Original Filed (Month/Day/Year)		
HOUSE	_		Officer (give title below)	Other (spec below)	Appli	6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street) SINGAPORE U0 068877					X	,	Y One Reporting Person Y More than One Prson	
(City) (State) (Zip)	—							
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)			Nature of Indirect Beneficial Ownership nstr. 5)		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exerce Expiration D (Month/Day/	ate	3. Title and Amount of Securiti Underlying Derivative Security		4. Conversion or Exercise	e Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security			
Series A Convertible Preferred Stock	(1)	(2)	Common Stock	4,932,825	0	D ⁽³⁾⁽⁴⁾⁽⁵⁾		

Explanation of Responses:

1. Each share of Series A Convertible Preferred Stock ("Preferred Stock") is convertible into shares of the Issuer's common stock, par value \$0.01 per share, at any time at the election of the holder. 2. The Preferred Stock has no expiration date.

2. The Preferred Stock has no expiration date.

3. These securities are held of record by GMS Tenshi Holdings Pte. Limited ("GMS Tenshi"). Tenshi Life Sciences Private Limited ("Tenshi"), a private investment vehicle controlled by Arun Kumar Pillai ("Kumar"), and GMS Pharma (Singapore) Pte. Limited ("GMS Pharma"), a private investment company and wholly-owned subsidiary of GMS Holdings, are the 50:50 beneficial owners of GMS Tenshi, in which each of Tenshi and GMS Pharma owns 50% of the outstanding voting shares. Kumar, a natural person, is the holder of a controlling interest in Tenshi. Ghiath M. Sukhtian ("Sukhtian"), a natural person, is the holder of a controlling interest in GMS Holdings, which is the holder of a controlling interest in GMS Pharma.

4. By virtue of the relationships described above in Footnote 3, Kumar and Sukhtian may be deemed to have voting and investment power with respect to the securities held by GMS Tenshi noted above and as a result may be deemed to beneficially own such securities for purposes of Rule 13d-3 under the Securities Exchange Act of 1934, as amended (the "Exchange Act").

5. Each of GMS Tenshi, Kumar and Sukhtian disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Exchange Act, except to the extent of its or his pecuniary interest therein, if any. GMS Tenshi has designated two representatives, currently Faisal G. Sukhtian (a director of both GMS Pharma and GMS Holdings) and Joe Thomas (a director and executive of a company controlled by Kumar), to serve on the Issuer's board of directors. This report shall not be deemed an admission that any of GMS Tenshi, Kumar or Sukhtian is the beneficial owner of such securities for the purpose of Section 16 of the Exchange Act, or for any other purpose.

/s/ Faisal G. Sukhtian

** Signature of Reporting Person

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 5 (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.

Date

09/18/2017