SEC Form 5

FORM 5

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

Form 3 Holdings Reported

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP

Filed purculant to Section 16(a) of the Securities Evolution Act of 1024

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Form 4 Transac	ctions Reported.	Γ	or Section 30(h) of the Investment Company Act of 1940								
1. Name and Addr	ess of Reportin	g Person [*]	2. Issuer Name and Ticker or Trading Symbol Sucampo Pharmaceuticals, Inc. [SCMP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
<u>Ueno Ryuji</u>				X	Director	Х	10% Owner				
(Last)	(First) (Middle)		3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)	- x	Officer (give title below)		Other (specify below)				
C/O SUCAMP	O PHARMA	CEUTICALS, INC.	12/31/2007	CEO & Chief Scientific Officer							
4520 EAST-W	EST HIGHW	AY, SUITE 300									
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)							
BETHESDA	MD	20814		X	Form filed by On	e Repor	ting Person				
,			-		Form filed by Mo Person	e than (One Reporting				
(City)	(State)	(Zip)									
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr.	4. Securities Acq Of (D) (Instr. 3, 4		or Disposed	5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership	
		(Month/Day/rear)	0)	Amount	(A) or (D) Price		Issuer's Fiscal Year (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)	
Class A Common Stock	12/27/2007		G	148,529	D	\$0.00	148,530	D		
Class A Common Stock	12/27/2007		G	52,037	D	\$0.00	52,037(1)	I	By wife ⁽¹⁾	
Class A Common Stock							1,309,752 ⁽²⁾	Ι	By S&R Technology Holdings, LLC ⁽²⁾	

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

		(e.g., puts, cans, warrants, options, convertible securities									unitesj				
5	L. 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)	4. Transaction Code (Instr. 8)	of		6. Date Exerc Expiration Da (Month/Day/Y	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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
						(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Dr. Ueno disclaims beneficial ownership of the reported securities.

2. S&R Technology Holdings, LLC is wholly-owned by Dr. Ueno and his wife. Dr. Ueno disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein. **Remarks:**

Mariam E. Morris, attorney-in-02/13/2008

<u>fact</u>

** 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 Number.