

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

---

**FORM 25  
NOTIFICATION OF REMOVAL FROM LISTING AND/OR REGISTRATION  
UNDER SECTION 12(b) OF THE SECURITIES EXCHANGE ACT OF 1934**

Commission File Number 001-36734

Issuer: CIPHER PHARMACEUTICALS INC.  
Exchange: NASDAQ STOCK MARKET LLC

---

(Exact name of Issuer as specified in its charter, and name of Exchange where security is listed and/or registered)

Address: 2345 Argentia Road, Suite 100A  
Mississauga, Ontario  
L5N 8K4  
Telephone Number: (905) 602-5840

---

(Address, including zip code, and telephone number, including area code, of Issuer's principal executive offices)

Common Shares, no par value  
(Description of class of securities)

---

Please place an X in the box to designate the rule provision relied upon to strike the class of securities from listing and registration:

- ☐ 17 CFR 240.12d2-2(a)(1)
- ☐ 17 CFR 240.12d2-2(a)(2)
- ☐ 17 CFR 240.12d2-2(a)(3)
- ☐ 17 CFR 240.12d2-2(a)(4)
- ☐ Pursuant to 17 CFR 240.12d2-2(b), the Exchange has complied with its rules to strike the class of securities from listing and/or withdraw registration on the Exchange.
- ☒ Pursuant to 17 CFR 240.12d2-2(c), the Issuer has complied with the rules of the Exchange and the requirements of 17 CFR 240.12d2-2(c) governing the voluntary withdrawal of the class of securities from listing and registration on the Exchange.

Pursuant to the requirements of the Securities Exchange Act of 1934, CIPHER PHARMACEUTICALS INC. certifies that it has reasonable grounds to believe that it meets all of the requirements for filing the Form 25 and has caused this notification to be signed on its behalf by the undersigned duly authorized person.

December 9, 2016  
Date

By: /s/ Stephen Lemieux  
Name: Stephen Lemieux

Chief Financial Officer  
Title