

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 *			2. Date of Event Requiring Statement (MM/DD/YYYY)		3. Issuer Name and Ticker or Trading Symbol		
Rice Gary			12/5/2016		Diplomat Pharmacy, Inc. [DPLO]		
(Last) (First) (Middle)			4. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
C/O DIPLOMAT PHARMACY, INC., 4100 SOUTH SAGINAW STREET			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EVP of Operations /</b>				
(Street)			5. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)		
FLINT, MI 48507					<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)							

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option to Acquire Common Stock	(1)	3/1/2022	Common Stock	27313	\$4.29	D	
Employee Stock Option to Acquire Common Stock	(2)	1/15/2023	Common Stock	131687	\$5.88	D	
Employee Stock Option to Acquire Common Stock	(3)	6/5/2025	Common Stock	9095	\$39.26	D	
Employee Stock Option to Acquire Common Stock	(4)	10/30/2025	Common Stock	75000	\$28.11	D	
Employee Stock Option to Acquire Common Stock	(5)	3/21/2026	Common Stock	12467	\$25.92	D	

**Explanation of Responses:**

- (1) The options were granted on March 1, 2012 and are fully vested.
- (2) The options were granted on January 15, 2013. The options began to vest in annual increments of 25% of the option grant on the one-year anniversary of the grant date, to be fully vested after four years. 75% of the options originally granted are currently vested and exercisable.
- (3) The options were granted on June 5, 2015. The options began to vest 25% upon determination in March 2016 of the achievement of certain performance criteria and will continue to vest in annual increments of 25% thereafter. 25% of the options originally granted are currently vested and exercisable.
- (4) The options were granted on October 30, 2015. The options began to vest in annual increments of 25% of the option grant on the one-year anniversary of the grant date, to be fully vested after four years. 25% of the options originally granted are currently vested and exercisable.

( The options were granted on March 21, 2016, and vest according to certain financial performance criteria of the Company. To the extent such criteria are met,  
5) 25% will vest on approximately March 31, 2017, and the remaining options will continue to vest in annual increments of 25% thereafter.

**Remarks:**

Exhibit 24, Power of Attorney, is attached.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Rice Gary C/O DIPLOMAT PHARMACY, INC. 4100 SOUTH SAGINAW STREET FLINT, MI 48507</b>			<b>EVP of Operations</b>	

**Signatures**

**Jeffrey H. Kuras, by Power of Attorney**

**12/9/2016**

—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 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 control number.

**POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints each of Christina Flint, Michael S. Ben, and Jeffrey H. Kuras, signing singly, his or her true and lawful attorney in fact to:

1. execute for and on behalf of the undersigned, with respect to the undersigneds position as a director and/or officer of Diplomat Pharmacy, Inc. the Company, Form ID and Forms 3, 4 and 5 in accordance with Section 16a of the Securities Exchange Act of 1934 and the rules thereunder;
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID or Forms 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange, stock market or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in fact, may be of benefit to, and in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney in fact may approve in such attorney in facts discretion. The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in facts substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigneds responsibilities to comply with Section 16 of the Securities Exchange Act of 1934. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigneds holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys in fact. IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of December 6, 2016.

*/s/ Gary Rice*