

Merus Labs International Inc.
Form SC 13G
February 12, 2016

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934

MERUS LABS INTERNATIONAL INC.
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)

59047R101
(CUSIP Number)

December 31, 2015
(Date of Event Which Requires Filing of This Statement)

Check the Appropriate box to designate the rule pursuant to which this schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

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- 1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS
Goodwood Inc.
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)
- 3 SEC USE ONLY
- 4 CITIZENSHIP OR PLACE OF ORGANIZATION
Ontario, Canada
- | | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 0 common shares |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | 3,450,920 common shares |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 common shares |
| PERSON WITH | 8 | SHARED DISPOSITIVE POWER |
| | | 3,450,920 common shares |
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
3,450,920 common shares
- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
3.36%
- 12 TYPE OF REPORTING PERSON*
CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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- 1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS
Goodwood Fund
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) p
(b) o
- 3 SEC USE ONLY
- 4 CITIZENSHIP OR PLACE OF ORGANIZATION
Ontario, Canada
- | | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 0 common shares |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | 2,919,918 common shares |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 common shares |
| PERSON WITH | 8 | SHARED DISPOSITIVE POWER |
| | | 2,919,918 common shares |
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,919,918 common shares
- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* o
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
2.85%
- 12 TYPE OF REPORTING PERSON*
IV

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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- 1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS
Goodwood Value Fund
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)
- 3 SEC USE ONLY
- 4 CITIZENSHIP OR PLACE OF ORGANIZATION
Ontario, Canada
- | | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 0 common shares |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | 0 common shares |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 common shares |
| PERSON WITH | 8 | SHARED DISPOSITIVE POWER |
| | | 0 common shares |
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
0 common shares
- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0%
- 12 TYPE OF REPORTING PERSON*
IV

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 1 NAME OF REPORTING PERSONS
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS
 Goodwood Capital Fund
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a) p
 (b) o
- 3 SEC USE ONLY
- 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Ontario, Canada
- | | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 0 common shares |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | 531,002 common shares |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 common shares |
| PERSON WITH | 8 | SHARED DISPOSITIVE POWER |
| | | 531,002 common shares |
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 531,002 common shares
- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* o
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 <1%
- 12 TYPE OF REPORTING PERSON*
 IV

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 1 NAME OF REPORTING PERSONS
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS
 Goodwood Milford Fund Limited Partnership
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a)
 (b)
- 3 SEC USE ONLY
- 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Ontario, Canada
- | | | |
|--------------|---|--------------------------|
| NUMBER OF | 5 | SOLE VOTING POWER |
| SHARES | | 0 common shares |
| BENEFICIALLY | 6 | SHARED VOTING POWER |
| OWNED BY | | 0 common shares |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 common shares |
| PERSON WITH | 8 | SHARED DISPOSITIVE POWER |
| | | 0 common shares |
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 0 common shares
- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0%
- 12 TYPE OF REPORTING PERSON*
 PN

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- 1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS
Peter H. Puccetti
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) p
(b) o
- 3 SEC USE ONLY
- 4 CITIZENSHIP OR PLACE OF ORGANIZATION
Canada
- | | | |
|--|---|--|
| NUMBER OF | 5 | SOLE VOTING POWER
327,165 common shares*
*Includes 4,500 common shares held by spouse and 53,992
common shares held by Puccetti Funds Management Inc., a
company controlled by Peter Puccetti |
| SHARES
BENEFICIALLY
OWNED BY
EACH | 6 | SHARED VOTING POWER
3,450,920 common shares |
| REPORTING
PERSON WITH | 7 | SOLE DISPOSITIVE POWER
327,165 common shares*
*Includes 4,500 common shares held by spouse and 53,992
common shares held by Puccetti Funds Management Inc., a
company controlled by Peter Puccetti |
| REPORTING
PERSON WITH | 8 | SHARED DISPOSITIVE POWER
3,450,920 common shares |
- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
3,778,085 common shares**
**Includes 4,500 common shares held by spouse and 53,992 common shares held by Puccetti Funds
Management Inc., a company controlled by Peter Puccetti, as well as 3,450,920 common shares beneficially
owned by various investment funds managed by Goodwood Inc. and over which Peter Puccetti exercises
control and direction
- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* o
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
3.68%
- 12 TYPE OF REPORTING PERSON*
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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