

Arno Therapeutics, Inc  
Form POS AM  
March 28, 2017

As filed with the Securities and Exchange Commission on March 28, 2017 Registration No. 333-214074

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

---

**POST-EFFECTIVE AMENDMENT NO. 1 TO  
FORM S-1**

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

---

**ARNO THERAPEUTICS, INC.**

(Exact name of registrant as specified in its charter)

Delaware	2834	52-2286452
(State or other jurisdiction of incorporation or organization)	(Primary Standard Industrial Classification Code Number)	(I.R.S. Employer Identification No.)

---

**200 Route 31 North, Suite 104**

Flemington, New Jersey 08822

(862) 703-7170

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

---

Alexander Zukiwski

Chief Executive Officer

Arno Therapeutics, Inc.

**200 Route 31 North, Suite 104**

Flemington, New Jersey 08822

(862) 703-7170

(Name, address, including zip code, and telephone number,  
including area code, of agent for service)

---

*Copies to:*

Christopher J. Melsha, Esq.

Fredrikson & Byron, P.A.

200 South Sixth Street, Suite 4000

Minneapolis, MN 55402-1425

Telephone: (612) 492-7000

Facsimile: (612) 492-7077

**Approximate date of commencement of proposed sale to the public:** This post-effective amendment de-registers all shares of common stock registered hereunder and remaining unsold as of the date hereof.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, as amended, check the following box. "

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration number of the earlier effective registration statement for the same offering. "

If this Form is a post effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. "

If this Form is a post effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. "

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Accelerated filer

Smaller reporting company

## **DEREGISTRATION OF UNSOLD SECURITIES**

On October 12, 2016, Arno Therapeutics, Inc. (the “Company”) filed a registration statement on Form S-1 (File No. 333-214074) (the “Registration Statement”), which was declared effective on November 3, 2016. The Registration Statement registered the sale by the selling stockholders identified therein of a total of 12,752,126 shares of the Company’s common stock, par value \$0.0001 per share (the “Common Stock”). The purpose of this Post-Effective Amendment to the Registration Statement is to withdraw and remove from registration the unissued and unsold shares of Common Stock previously registered under the Registration Statement. Consequently, in accordance with an undertaking made by the Company in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities that remain unsold at the termination of the offering, the Company hereby removes from registration the securities of the Company that are registered but unsold under the Registration Statement.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Post-Effective Amendment No. 1 to its Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Flemington, State of New Jersey, on March 28, 2017.

**ARNO THERAPEUTICS,  
INC.**

By: /s/ Alexander Zukiwski  
Alexander Zukiwski  
Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
/s/ Alexander Zukiwski Alexander Zukiwski, M.D.	Chief Executive Officer and Director <i>(Principal Executive Officer, Principal Financial Officer, and Principal Accounting Officer)</i>	March 28, 2017
* Arie S. Belldegrun, M.D.	Chairman of the Board	March 28, 2017
* William F. Hamilton, Ph.D.	Director	March 28, 2017
* Tomer Kariv	Director	March 28, 2017

Edgar Filing: Arno Therapeutics, Inc - Form POS AM

Jay Moorin		March 28, 2017
*	Director	March 28, 2017
Yacov Reizman		
*	Director	March 28, 2017
Steven B. Ruchefsky		
*	Secretary and Director	March 28, 2017
David M. Tanen		
* By: /s/ Alexander Zukiwski Alexander Zukiwski Attorney-in-fact		