Arno Therapeutics, Inc Form 4 January 03, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(City)

(State)

(Zin)

(Print or Type Responses)

may continue.

See Instruction

	_	2. Issuer Name and Ticker or Trading Symbol Arno Therapeutics, Inc [ARNI]	5. Relationship of Reporting Person(s) to Issuer		
(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
		(Month/Day/Year)	Director 10% Owner		
OLAS BLVI	D., SUITE	12/30/2016	Officer (give title below) Other (specification)		
			See Footnote 1		
(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
RDALE, FL	33301	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
	(First) OLAS BLVI (Street)	OLAS BLVD., SUITE	S DONALD Symbol Arno Therapeutics, Inc [ARNI] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) OLAS BLVD., SUITE 12/30/2016 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)		

(City)	(State)	Tabl	le I - Non-l	Derivative Sec	curities A	Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	Acquire	d (A)	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transaction	omr Disposed o	of (D)		Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 an	d 5)		Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(4)		Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)	
			G 1 17		or	ъ.	(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	· ·		
Common Stock	12/30/2016		S	4,285,111 (1) (2)	D	<u>(3)</u>	714,285	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

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1. 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)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
2016 Series F Warrants (right to buy)	\$ 0.4375						08/15/2016	08/15/2021	Common Stock	357
2012 Series A Warrants	\$ 1.14 (4)	12/30/2016		S		1,605,809	10/29/2013	11/26/2017	Common Stock	1,60:
2013 Series D Warrants	\$ 1.75 <u>(4)</u>	12/30/2016		S		1,383,702	10/29/2013	10/29/2018	Common Stock	1,383 <u>(</u>

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SUSSMAN S DONALD 888 E. LAS OLAS BLVD. SUITE 210 FT LAUDERDALE, FL 33301

See Footnote 1

Signatures

/s/S. Donald Sussman 12/30/2016

**Signature of Date
Reporting Person

Explanation of Responses:

- * 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).
- Commercial Street Capital LLC ("CSC") has a contractual right to designate one member of the Issuer's board of directors and has (1) designated Steven B. Ruchefsky, a director of the Issuer, pursuant to such right. Accordingly, the Reporting Person, as a co-managing director of CSC, may be deemed to be a director by deputization for purposes of Section 16 of the Exchange Act.
- (2) These shares of common stock or warrants exercisable for shares of common stock, as applicable, represent a pro rata distribution from CSC, and not a purchase or sale, of such shares or warrants by CSC to its members without consideration.
- (3) These reported securities are included within a sale by the Reporting Person of all such securities for an aggregate price of \$1,000.
- As a result of the Issuer's 8/15/16 private placement of common stock and Series F Warrants, the exercise prices and shares underlying

 (4) the 2012 Series A Warrants and 2013 Series D Warrants were automatically adjusted to the exercise price and shares reflected pursuant to anti-dilution adjustment provisions in such warrants.

Reporting Owners 2

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