

Arno Therapeutics, Inc  
 Form 4  
 November 06, 2014

**FORM 4**

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

OMB APPROVAL

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 Expires: January 31, 2015  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Ruchefsky Steven B

(Last) (First) (Middle)  
 200 ROUTE 31 NORTH, SUITE 104  
 (Street)

FLEMINGTON, NJ 08822

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Arno Therapeutics, Inc [ARNI]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 10/28/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	1,596,272	I	

By  
 Commercial Street Capital, LLC  
 (1)

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

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SEC 1474 (9-02)

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

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 Derivative 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 of Underlying Security (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	Expiration Date	
Stock Option (right to buy)	\$ 8							(2)	11/05/2020	Common Stock
Stock Option (right to buy)	\$ 2.4							(3)	11/04/2023	Common Stock
Stock Option (right to buy)	\$ 2.9							(4)	01/24/2024	Common Stock
Stock Option (right to buy)	\$ 0.85	11/04/2014		A	136,784			(5)	11/04/2024	Common Stock
Warrants (right to buy)	\$ 8.8							09/09/2010	09/09/2015	Common Stock
2010 Class B Warrants (right to buy)	\$ 3.08							10/29/2013	09/09/2015	Common Stock
2012 Series A Warrants (right to buy)	\$ 2.4							10/29/2013	11/26/2017	Common Stock
2012 Series B Warrants (right to buy)	\$ 2.4	10/28/2014		D(6)	520,833			10/29/2013	10/31/2014	Common Stock
2012 Series B	\$ 2.4	10/28/2014		A(6)	520,833			10/29/2013	12/31/2014	Common Stock

Warrants  
(right to  
buy)

2013

Series D

Warrants	\$ 4				10/29/2013	10/29/2018	Common Stock
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(right to  
buy)

2013

Series E

Warrants	\$ 2.4	10/28/2014	D <sup>(6)</sup>	687,500	10/29/2013	10/31/2014	Common Stock
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(right to  
buy)

2013

Series E

Warrants	\$ 2.4	10/28/2014	A <sup>(6)</sup>	687,500	10/29/2013	12/31/2014	Common Stock
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(right to  
buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ruchefsky Steven B 200 ROUTE 31 NORTH SUITE 104 FLEMINGTON, NJ 08822	X			

## Signatures

/s/ Christopher J. Melsha as Attorney-in-Fact for Steven B. Ruchefsky pursuant to Power of Attorney previously filed

11/06/2014

\_\_Signature of Reporting Person

Date

## 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).

The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and this

- (1) report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (2) Vests in three equal annual installments commencing 11/5/11.
- (3) Vests in equal 36-monthly installments commencing 12/4/13.
- (4) Vests in equal 12-monthly installments commencing 2/24/14.
- (5) Vests in equal 36-monthly installments commencing 12/4/14.
- (6) The two reported transactions resulted from the Issuer's unilateral extension of the expiration date of two outstanding warrants from 10/31/14 to 12/31/14. Such extension resulted in the deemed cancellation of the "originally" issued old warrant and the issuance of a replacement warrant. The Series B warrant was originally granted on 11/26/12 and the Series E warrant was originally granted on

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10/29/13.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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