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Capstone Therapeutics Corp. Form 8-K September 02, 2014

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d) of
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) September 2, 2014

CAPSTONE THERAPEUTICS CORP.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	tte or other jurisdiction (Commission File Number)	
	ashington Street, Suite 104, Tempe, Arizona ldress of principal executive offices) (602) 286-5520 Registrant's telephone number, including area code	85281 (Zip Code)
(Fo	rmer name or former address, if changed since last re	:port)
Check the appropriate box below if the Form under any of the following provisions (see Ge	8-K filing is intended to simultaneously satisfy the figure all Instruction A.2. below):	lling obligation of the registrant
Soliciting material pursuant to Pre-commencement communic	ant to Rule 425 under the Securities Act (17 CFR 230 Rule 14a-12 under the Exchange Act (17 CFR 240.14 ations pursuant to Rule 14d-2(b) under the Exchange ations pursuant to Rule 13e-4(c) under the Exchange	4a-12) e Act (17 CFR 240.14d-2(b))

Section 1 - Registrant's Business and Operations

Item 1.02. Termination of a Material Definitive Agreement.

On September 2, 2014, Capstone Therapeutics Corp. (the "Company") issued a press release announcing that it is ceasing further activity related to its former primary drug candidate, AZX100, and effective October 31, 2014, it is terminating the Amended and Restated License Agreement with Arizona Science and Technology Enterprises, LLC ("AzTE") (Licensor) dated February 23, 2006, and returning all interest in and rights to AZX100 intellectual property to AzTE.

Section 7 - Regulation FD

Item 7.01. Regulation FD Disclosure.

On September 2, 2014, the Company issued a press release on the results of an AEM-28 Phase 1a human clinical trial in cholesterol and lipid reduction conducted in Australia, by LipimetiX Development, LLC, the Company's joint venture affiliate. A copy of the press release is furnished hereto as Exhibit 99.1 and is incorporated by reference.

The information in this Item 7.01, including the accompanying exhibit, is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section. The information in this Item 7.01 shall not be incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language contained in such filing.

Section 9 - Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Description

99.1 Press Release dated September 2, 2014

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CAPSTONE THERAPEUTICS CORP.

Date: September 2, 2014

/s/ JOHN M. HOLLIMAN, III

John M. Holliman, III Executive Chairman

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

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SEC 1474

(9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amo
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof Derivative	Expiration Date	Underlying Secu
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		
	Derivative				(A) or		
	Security				Disposed of		

(D)

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(Instr. 3, 4, and 5) Code V (A) Date Exercisable Expiration Title A Date or of SI Common M 1,500 02/28/2017(2) 03/01/2026 Stock Common $3,000 \quad 02/20/2016^{(3)} \quad 02/20/2025$ M Stock Common

1,500 12/30/2014⁽⁴⁾ 12/30/2023

1,500 12/30/2014⁽⁴⁾ 12/30/2023

Stock

Common

Stock

Reporting Owners

\$ 37.84

\$ 29.9

\$ 29.33

\$ 29.33

Reporting Owner Name / Address	Relationships
reporting owner runner ruantess	

03/09/2017

03/09/2017

03/09/2017

03/09/2017

Director 10% Owner Officer Other

M

M

Van Ramshorst David J

C/O MASIMO CORPORATION 52 DISCOVERY

IRVINE, CA 92618

Non-Qualified

Stock Option

(Right to Buy) Non-Qualified

Stock Option

(Right to Buy) Non-Qualified

Stock Option

(Right to Buy) Non-Qualified

Stock Option

(Right to Buy)

Chief Accounting Officer

Signatures

/s/ Mark P. de Raad, Attorney-In-Fact

03/10/2017

Date

**Signature of 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).
- (1) The shares covered by this Form 4 were sold pursuant to a Rule 10b5-1 Sales Plan dated as of February 23, 2017, which is intended to comply with Rule 10b5-1 promulgated under the Securities Exchange Act of 1934, as amended.
- (2) This option was granted on February 29, 2016 and is exercisable as the option vests. The option vests over a five year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.
- (3) This option was granted on February 20, 2015 and is exercisable as the option vests. This option vests over a five year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.
- (4) This option was granted on December 30, 2013 and is exercisable as the option vests. This option vests over a five year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.

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

Reporting Owners 3

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