ARCA biopharma, Inc. Form 4

February 21, 2017

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

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

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Hove Anders D

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

Issuer

ARCA biopharma, Inc. [ABIO]

(Check all applicable)

5. Relationship of Reporting Person(s) to

OMB APPROVAL

10% Owner

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

(Last)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year)

11080 CIRCLEPOINT RD., SUITE

02/16/2017

Other (specify Officer (give title below)

140

(City)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

_X__ Director

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

Table I Non Derivative Securities Acquired Disposed of or Peneficially Owned

WESTMINSTER, CO 80023

(City)	(State)	Table 1 - 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. Transactic Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock				()	767,660	I	By Venrock Healthcare Capital Partners II, L.P. (1)	
Common Stock					311,272	I	By VHCP Co-Investment Holdings II, LLC (2)	
Common Stock					390,912	I	By Venrock Healthcare Capital Partners, L.P.	

Common Stock 71,487 I $\frac{ \frac{(3)}{8} }{ \text{By VHCP} }$ Co-Investment Holdings, LLC $\frac{(4)}{(4)}$

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 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. Transactic Code (Instr. 8)	5. Number of or 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 2.5	02/16/2017		A	10,000	<u>(5)</u>	02/15/2027	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Other		
Hove Anders D 11080 CIRCLEPOINT RD., SUITE 140 WESTMINSTER, CO 80023	X					

Signatures

/s/ Brian L. Selby, Attorney-in-Fact 02/21/2017

**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).

Reporting Owners 2

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- These securities are owned directly by Venrock Healthcare Capital Partners II, L.P. The Reporting Person has a pecuniary interest in (1) Venrock Healthcare Capital Partners II, L.P. The Reporting Person holds no voting or investment interest in these securities, and disclaims beneficial ownership of such shares except to the extent of his pro rata partnership interest therein.
- These securities are owned directly by VHCP Co-Investment Holdings II, LLC. The Reporting Person has a pecuniary interest in VHCP (2) Co-Investment Holdings II, LLC. The Reporting Person holds no voting or investment interest in these securities, and disclaims beneficial ownership of such shares except to the extent of his pro rata partnership interest therein.
- These securities are owned directly by Venrock Healthcare Capital Partners, L.P. The Reporting Person has a pecuniary interest in (3) Venrock Healthcare Capital Partners, L.P. The Reporting Person holds no voting or investment interest in these securities, and disclaims beneficial ownership of such shares except to the extent of his pro rata partnership interest therein.
- These securities are owned directly by VHCP Co-Investment Holdings, LLC. The Reporting Person has a pecuniary interest in VHCP (4) Co-Investment Holdings, LLC. The Reporting Person holds no voting or investment interest in these securities, and disclaims beneficial ownership of such shares except to the extent of his pro rata partnership interest therein.
- Grant to the Reporting Person of a stock option under the 2013 Amended and Restated Equity Incentive Plan, vesting in 12 equal monthly installments beginning as of February 16, 2017. If the Reporting Person's service as a director of the Issuer terminates in connection with or at any time following a change in control (for whatever reason), then any unexpired options that remain unvested shall become fully vested

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.