

AtheroNova Inc.
Form 4
June 21, 2013

FORM 4

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

OMB APPROVAL

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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 *
KNOLL FRED

(Last) (First) (Middle)

C/O KNOLL CAPITAL MANAGEMENT, L.P., 5 EAST 44TH STREET, SUITE 12

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AtheroNova Inc. [AHRO.OB]

3. Date of Earliest Transaction (Month/Day/Year)
06/17/2013

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 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)		
				(A) or (D)	Code	V	Amount	(D)	Price

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 Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Security
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)	An Nu Sha	
					Date Exercisable	Expiration Date			
			Code	V	(A)	(D)	Title		
Warrants to Purchase Common Stock	\$ 0.393	06/17/2013	J ⁽¹⁾		636,266		05/13/2010 05/13/2014	Common Stock	6
Warrants to Purchase Common Stock	\$ 0.6	06/17/2013	J ⁽¹⁾		60,000		04/25/2011 04/25/2014	Common Stock	6
2.5% Senior Secured Convertible Note	\$ 0.29	06/17/2013	J ⁽¹⁾		1,596,062		05/13/2010 05/12/2014	Common Stock	1,
2.5% Senior Secured Convertible Note	\$ 0.29	06/17/2013	J ⁽¹⁾		882,423		09/04/2012 09/03/2016	Common Stock	8
2.5% Senior Secured Convertible Note	\$ 0.29	06/17/2013	J ⁽¹⁾		587,484		10/01/2012 09/30/2016	Common Stock	5
2.5% Senior Secured Convertible Note	\$ 0.29	06/17/2013	J ⁽¹⁾		881,226		10/31/2012 10/30/2016	Common Stock	8

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KNOLL FRED C/O KNOLL CAPITAL MANAGEMENT, L.P. 5 EAST 44TH STREET, SUITE 12 NEW YORK, NY 10017	X			

Signatures

/s/ Fred Knoll 06/19/2013

**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).

(1) Effective June 17, 2013, Europa International, Inc. waived the beneficial ownership cap applicable to these securities. The reporting person, the principal partner and President of Knoll Capital Management, L.P., the investment manager for Europa International, Inc., exercises voting and dispositive power over the shares held by Europa International, Inc. but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

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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