## Edgar Filing: ARRAY BIOPHARMA INC - Form 4

ARRAY BIO Form 4 April 05, 2010	PHARMA IN 6	C									
FORM	Л									PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
if no longe subject to Section 16 Form 4 or Form 5 obligation may contin	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Sec 30(h) of the Investment Company Act of 1940						ge Act of 1934, f 1935 or Sectio	January 31, 2005 Estimated average burden hours per response 0.5 n			
(Print or Type R	esponses)										
Sandor Victor Sy Al			Symbol	ARRAY BIOPHARMA INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				te of Earliest Transaction th/Day/Year) 1/2016				Director       10% Owner         Officer (give title       Other (specify below)         below)       below)         Chief Medical Officer			
				ndment, Date Original th/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
BOULDER,	CO 80301							Person	Nore than One Ke	eporung	
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecuri	ties Ace	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Executio any		3. Transactic Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) o of (D	)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	04/01/2016			F	2,651 (1)	D	\$ 3	104,843 <u>(2)</u>	D		

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.

 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. Transactio 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 of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Restricted Stock Units	\$ 0	04/01/2016		А	31,250	(3)	04/01/2020	Common Stock	31,250
Stock Option (Right to Buy)	\$ 3	04/01/2016		А	187,500	<u>(4)</u>	04/01/2026	Common Stock	187,50

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
I G G G G G G G G G G G G G G G G G G G	Director	10% Owner	Officer	Other			
Sandor Victor C/O ARRAY BIOPHARMA INC. 3200 WALNUT STREET BOULDER, CO 80301			Chief Medical Officer				
Signatures							
John R. Moore, attorney-in-fact for Person	Reporting	5	04/05/2016				
<u>**</u> 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) Represents shares withheld to satisfy tax withholding obligations of the reporting person.
- Includes 23,438 outstanding Restricted Stock Units ("RSUs") awarded on April 1, 2015 to the reporting person for no additional cash (2) consideration, each of which represent a contingent right to receive one share of Array BioPharma Inc. common stock and which were reported by the reporting person on Table I on a form 4 filed upon grant of the RSUs.

Consists of RSUs awarded to the reporting person for no additional cash consideration each of which represent a contingent right to (3) receive one share of Array BioPharma Inc. common stock. The RSUs vest and will be settled in stock in four equal annual installments beginning on April 1, 2017.

(4) The option vests in four equal annual installments beginning on April 1, 2017.

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.