Edgar Filing: ARRAY BIOPHARMA INC - Form 4

ARRAY BIO Form 4 April 12, 201	PHARMA INC										
	Л								PROVAL		
FORM	UNITEDS		URITIES A Washington,			NGE (COMMISSION	OMB Number:	3235-0287		
Check this box if no longer subject to STATEMENT OF CHAN			ANGES IN 1	IGES IN BENEFICIAL OWNERSHIP				Expires:	January 31, 2005		
Section 16 Form 4 or	SECUR	Estimated average burden hours per response									
Form 5 obligation may conti <i>See</i> Instru- 1(b).	s Section 17(a) of the Publi		ling Con	ipany	Act of	ge Act of 1934, f 1935 or Sectio 40				
(Print or Type R	esponses)										
CARRUTHERS MICHAEL Symbol			ssuer Name and Ticker or Trading ool RAY BIOPHARMA INC			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 3200 WALN	(First) (M	(Mor	te of Earliest Tr th/Day/Year) 2/2011	ansaction			Director X Officer (give below)		o Owner er (specify		
			Amendment, Da (Month/Day/Year)	endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
BOULDER,	CO 80301						Form filed by M Form filed by M Person				
(City)	(State) (Zip)	Table I - Non-D	erivative	Securi	ities Acc	quired, Disposed of	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date any	Code ear) (Instr. 8)	on(A) or D (D)	ispose 4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial		
Common Stock	04/12/2011		S <u>(1)</u>	1,340	D	\$ 3.04	85,664	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)

I S	. Title of Derivative Gecurity Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Add	ress	Relationships						
I B	Director	10% Owner	Officer	Other				
CARRUTHERS MICHAE 3200 WALNUT STREET BOULDER, CO 80301	L		CFO					
Signatures								
R. Michael Carruthers	04/12/2011							
**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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 30, 2010.

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.