

IMARX THERAPEUTICS INC
Form 4
August 02, 2007

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 *
PEW THOMAS W JR

2. Issuer Name and Ticker or Trading Symbol
IMARX THERAPEUTICS INC
[IMRX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
07/31/2007

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O IMARX THERAPEUTICS, INC., 1635 EAST 18TH STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

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

TUCSON, AZ 85719

(City) (State) (Zip)

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	07/31/2007		C	11,388	A	Ⓐ	65,301	D
Common Stock	07/31/2007		C	10,025	A	Ⓐ	75,326	D
Common Stock	07/31/2007		A	5,000	A	\$ 5	80,326	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

SEC 1474 (9-02)

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)

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. Transaction Code (Instr. 8)	5. Number of 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 Security (Instr. 3 and 4)	Amount or Number of Shares		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A Preferred Stock	(2)	07/31/2007		C			11,388	(2)	(3)	Common Stock	11,388
Series D Preferred Stock	(4)	07/31/2007		C			10,025	(4)	(3)	Common Stock	10,025
Common Stock Warrants (right to buy)	\$ 5.75	07/31/2007		P			9,407	07/31/2007	07/31/2012	Common Stock	9,407

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PEW THOMAS W JR
C/O IMARX THERAPEUTICS, INC.
1635 EAST 18TH STREET
TUCSON, AZ 85719

X

Signatures

Thomas W.
Pew, Jr. 08/02/2007

**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) Reflects automatic conversion of Preferred to Common Stock upon the closing of the Issuer's initial public offering.

(2)

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These shares of Preferred Stock automatically converted into Common Stock upon the closing of the Issuer's initial public offering, and reflect a 2.75/2.63 conversion ratio, as adjusted to reflect a 6-for-10 and subsequent 1-for-3 reverse split.

(3) Not applicable.

(4) These shares of Preferred Stock automatically converted into Common Stock upon the closing of the Issuer's initial public offering, and reflect a 2.75/2.00 conversion ratio, as adjusted to reflect a 6-for-10 and subsequent 1-for-3 reverse split.

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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