

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>Beldegrun Arie</u>  (Last) (First) (Middle) <u>C/O NILE THERAPEUTICS, INC.</u> <u>4 WEST 4TH AVENUE, SUITE 400</u>  (Street) <u>SAN MATEO CA 94402</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>09/24/2009</u>	3. Issuer Name and Ticker or Trading Symbol <u>Nile Therapeutics, Inc. [ NLTX ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

## Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	76,935	I	Leumi Overseas Trust Corp. Ltd. as TTEE of the BTL Trust <sup>(1)</sup>
Common Stock	64,800	I	Beldegrun Family Trust <sup>(2)</sup>
Common Stock	243,200	I	Arie S. Beldegrun, M.D. Inc. Profit Sharing Plan <sup>(3)</sup>
Common Stock	292,000	I	Leumi Overseas Trust Corp. Ltd. as TTEE of the Tampere Trust <sup>(4)</sup>

Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrant (Right to Buy)	09/11/2007	09/11/2012	Common Stock	4,210	2.71	I	Leumi Overseas Trust Corp. Ltd. as TTEE of the BTL Trust <sup>(1)</sup>
Warrant (Right to Buy)	07/07/2009	07/07/2014	Common Stock	16,200	1.25	I	Beldegrun Family Trust <sup>(2)</sup>
Warrant (Right to Buy)	07/07/2009	07/07/2014	Common Stock	16,200	1.71	I	Beldegrun Family Trust <sup>(2)</sup>
Warrant (Right to Buy)	07/07/2009	07/07/2014	Common Stock	32,400	2.28	I	Beldegrun Family Trust <sup>(2)</sup>
Warrant (Right to Buy)	07/07/2009	07/07/2014	Common Stock	60,800	1.25	I	Arie S. Beldegrun, M.D. Inc. Profit Sharing Plan <sup>(3)</sup>
Warrant (Right to Buy)	07/07/2009	07/07/2014	Common Stock	60,800	1.71	I	Arie S. Beldegrun, M.D. Inc. Profit Sharing Plan <sup>(3)</sup>
Warrant (Right to Buy)	07/07/2009	07/07/2014	Common Stock	121,600	2.28	I	Arie S. Beldegrun, M.D. Inc. Profit Sharing Plan <sup>(3)</sup>
Warrant (Right to Buy)	07/07/2009	07/07/2014	Common Stock	73,000	1.25	I	Leumi Overseas Trust Corp. Ltd. as TTEE of the Tampere Trust <sup>(4)</sup>
Warrant (Right to Buy)	07/07/2009	07/07/2014	Common Stock	73,000	1.71	I	Leumi Overseas Trust Corp. Ltd. as TTEE of the Tampere Trust <sup>(4)</sup>
Warrant (Right to Buy)	07/07/2009	07/07/2014	Common Stock	146,000	2.28	I	Leumi Overseas Trust Corp. Ltd. as TTEE of the Tampere Trust <sup>(4)</sup>

Explanation of Responses:

1. Although the Reporting Person is not a trustee of the BTL Trust, the Reporting Person is a beneficiary of the BTL Trust, and as such may be deemed to be the beneficial owner of the shares and the warrants owned by the BTL Trust. The Reporting Person disclaims beneficial ownership of the shares and warrants except to the extent of his pecuniary interest therein.

2. The Reporting Person is the Trustee of the family trust that owns the shares and the warrants. The Reporting Person disclaims beneficial ownership of these shares and warrants except to the extent of his pecuniary interest therein.

3. The Reporting Person is the Trustee of the profit sharing plan that owns the shares and the warrants.

4. Although the Reporting Person is not a trustee of the Tampere Trust, the Reporting Person is a beneficiary of the Tampere Trust, and as such may be deemed to be the beneficial owner of the shares and the warrants owned by the Tampere Trust. The Reporting Person disclaims beneficial ownership of the shares and warrants except to the extent of his pecuniary interest therein.

**Remarks:**

[/s/ Daron Evans as Attorney-in-Fact for Arie S. Beldegrun pursuant to Power of Attorney filed herewith.](#)

[08/28/2009](#)

\*\* Signature of Reporting Person                      Date

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**

POWER OF ATTORNEY

The undersigned hereby constitutes and appoints Daron Evans or Christopher J. Melsha, or any one of them acting alone, the undersigned's true and lawful attorney-in-fact and agent with full power of substitution and resubstitution, for the undersigned and in the undersigned's name, place and stead, in any and all capacities, to sign any or all Forms 3, 4 or Forms 5 relating to beneficial ownership of securities of Nile Therapeutics, Inc. (the "Issuer"), to file the same, with all exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission and to deliver a copy of the same to the Issuer, granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all said attorney-in-fact and agent, or his substitute or substitutes, may lawfully do or cause to be done by virtue thereof. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in effect until such time as the undersigned is no longer subject to the provisions of Section 16 of the Securities Exchange Act of 1934 with respect to securities of the Issuer or until this Power of Attorney is replaced by a later dated Power of Attorney or revoked by the undersigned in writing.

The undersigned hereby indemnifies the attorneys-in-fact for all losses and costs the attorneys-in-fact may incur in connection with or arising from the attorneys-in-fact's execution of their authorities granted hereunder.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 25th day September, 2009.

/s/ Arie S. Belldegrun

(Signature)

Arie S. Belldegrun

(Print Name)

