SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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>Kazam Joshua A</u>						2. Issuer Name and Ticker or Trading Symbol <u>CAPRICOR THERAPEUTICS, INC.</u> [CAPR]								onship of Reporting Pers all applicable) Director		Person(on(s) to Issuer 10% Owner	
(Last) (First) (Middle) C/O CAPRICOR THERAPEUTICS, INC. 8840 WILSHIRE BLVD., 2ND FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 01/03/2017 4. If Amendment, Date of Original Filed (Month/Day/Year)									Officer (give title below)			Other (specify below)	
													6. Indiv X					
(Street) BEVERLY HILLS CA 90211 (City) (State) (Zip)														Form file	d by More	than O	ne Reportin	g Person
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3) Date (Month					saction /Day/Yea	Executionar) if any	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Dispose Code (Instr.		ities Acquired (A) or d Of (D) (Instr. 3, 4 and			nd 5) 5. Amount Securities Beneficiall Following Transactio		Form:	Direct (D) lirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount		(A) or (D) Price		(Instr. 3 and 4)				(1150.4)	
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/Yea	Co	, Transaction Code (Instr.		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 Amoun Securities Underlyi Derivative Security 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti	e s illy g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
								Date		Expiration			Amount or Number		(Instr. 4)			

Explanation of Responses:

\$2.55

Stock Option

(right to buy)

1. 8,560 of the shares will vest 1/48th on the first day of each month, commencing February 1, 2017, until the stock option becomes fully vested and exercisable. The remaining 7,500 shares will vest 1/12 on the first day of each month, commencing February 1, 2017, with the last month vesting on December 31, 2017. However, the option is subject to early exercise and, therefore, all or any part of the option can be exercised at any time. If the reporting person elects to take advantage of the early exercise of the early exercise option in favor of the Registrant terminates prior to the vesting of such shares, the shares will be deemed restricted stock and will be subject to a repurchase option in favor of the Registrant if the reporting person's service to the Registrant terminates prior to vesting.

Exercisable

01/03/2017(1)

Date

01/03/2027

/s/ Linda Marban, as Attorney-in- 01/04/2017

Fact

of Shares

16,060

Title

Common

Stock

** Signature of Reporting Person Date

\$<mark>0</mark>

16,060

D

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 4 (b)(v).

01/03/2017

** 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.

(A)

16,060

Code

Α

(D)

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5