CAPRICOR THERAPEUTICS, INC.

Form 4

January 23, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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SECURITIES

obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person *

St. John Edward A.

2. Issuer Name and Ticker or Trading

Symbol

CAPRICOR THERAPEUTICS,

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

INC. [CAPR]

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

Director Officer (give title below)

_X__ 10% Owner _ Other (specify

2560 LORD BALTIMORE DRIVE 01/21/2015

> (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 _X_ Form filed by More than One Reporting

Person

BALTIMORE, MD 21244

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficiall	y 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) our Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	01/21/2015		P	425,773	A	\$ 3.523	425,773	D (1) (2)	
Common Stock							1,556,141	I	By MD BTI, LLC
Common Stock	01/21/2015		P	425,773	A	\$ 3.523	425,773	I	By Edward St. John, LLC (4)
Common Stock							1,556,141	I	By MD BTI, LLC

			(5)
Common Stock	54,602	D (6)	
Common Stock	324,196	I	By MD BTI, Inc.

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

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SEC 1474

(9-02)

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

Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)			5. onNumber	6. Date Exerc Expiration D	ate	7. Titl	int of	8. Price of Derivative	9. Nu Deriv
Security	or Exercise		any	Code	of	(Month/Day/	(Year)	Unde	, ,	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	. 3 and 4)		Owne
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(
					4, and 5)						
					4, and 3)						
									Amount		
						D-4-	Ei4i		or		
						Date	Expiration	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

**Signature of Reporting Person

Reporting Owners

Reporting Owner Name / Address		Relationships						
and the state of t	Director	10% Owner	Officer	Other				
St. John Edward A. 2560 LORD BALTIMORE DRIVE BALTIMORE, MD 21244		X						
Edward St. John, LLC 2560 LORD BALTIMORE DRIVE BALTIMORE, MD 21244	X							
Signatures								
/s/ Joseph P. Ward, attorney-in-fact	01/23/2015							

Date

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/s/ Joseph P. Ward, attorney-in-fact

01/23/2015

**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 Form 4 is filed jointly by Edward A. St. John and Edward St. John, LLC ("St. John LLC"). The shares reported here are owned directly by St. John LLC.
- St. John LLC entered into a Share Purchase Agreement with Capricor Therapeutics, Inc. (the "Issuer") pursuant to which St. John LLC, on January 21, 2015, purchased an aggregate of 425,773 shares of the Issuer's common stock at a purchase price of \$3.5230 per share for an aggregate purchase price of approximately US\$1,500,000.
- (3) The shares reported here are owned indirectly by St. John LLC.
- Mr. St. John is the sole member and general manager of St. John LLC. Accordingly, Mr. St. John is the indirect beneficial owner of the shares reported here. Mr. St. John disclaims beneficial ownership of these shares except to the extent of his pecuniary interest in the shares.
- (5) The shares reported here are owned indirectly by Mr. St. John.
- (6) The shares reported here are owned directly by Mr. St. John.
- (7) The shares reported here are owned indirectly by Mr. St. John.

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.

Signatures 3