Edgar Filing: ARRAY BIOPHARMA INC - Form 4

ARRAY BIO Form 4 February 24, 2	PHARMA INC									
	Л								PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287			
Check this if no longe subject to	GES IN BENEFICIAL OWNERSHIP OF SECURITIES				NERSHIP OF	Expires:	January 31, 2005 average			
Section 16					Estimated average burden hours per					
Form 4 or Form 5 obligation: may contin <i>See</i> Instruct 1(b).	Filed purst s Section 17(a)	uant to Section 16) of the Public Ut 30(h) of the Inv	ility Holdi	ing Com	pany	Act o	f 1935 or Sectio	response	0.5	
(Print or Type Ro	esponses)									
CARRUTHERS MICHAEL Symbol			uer Name and Ticker or Trading ol AY BIOPHARMA INC XY]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 3200 WALN	, , , , , , , , , , , , , , , , , , ,	iddle) 3. Date of (Month/Da 02/23/20	-	nsaction			Director X Officer (give below)		6 Owner er (specify	
(Street) 4. If Amen			dment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Month BOULDER, CO 80301				_X_ Fo				le Line) n filed by One Reporting Person filed by More than One Reporting		
(City)	(State) (Z	Zip) Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	emed 3. 4. Securities on Date, if TransactionAcquired (A) or Code Disposed of (D) /Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A)		r)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial		
G			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	02/23/2010		S <u>(1)</u>	1,707	D	\$ 2.4	78,220	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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	7. Titl Amou Under Secur (Instr.	ınt of 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						
	Director	10% Owner	Officer	Other				
CARRUTHERS MICHAE 3200 WALNUT STREET BOULDER, CO 80301 Signatures	L		CFO					
R. Michael	02/24/2010							
Carruthers	02/24/2010							
<u>**</u> 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 March 29, 2009.

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.