

MEDICINOVA INC  
Form 3  
January 15, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

|   |   |   |   |   |   |
|---|---|---|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Nakata Kousuke</p> <p>(Last) (First) (Middle)</p> <p>C/O MEDICINOVA, INC., Â 4275 EXECUTIVE SQUARE, SUITE 650</p> <p>(Street)</p> <p>LA JOLLA, Â CA Â 92037</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/29/2011</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>MEDICINOVA INC [MNOV]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/><input type="checkbox"/> Officer <input type="checkbox"/> Other<br/>(give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|---|---|---|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock, \$0.001 par value    | 800,000  | I   | See footnote <sup>(1)</sup>                              |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|--|--|
|---|---|--|---|--|--|

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|  | Date Exercisable | Expiration Date | Title                           | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |                  |
|--|------------------|-----------------|---------------------------------|----------------------------|----------|---------------------------------------|------------------|
| Series B Convertible Preferred Stock, \$0.01 par value | Â (2)            | Â (2)           | Common Stock, \$0.001 par value | 2,200,000                  | \$ (2)   | I                                     | See footnote (1) |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Nakata Kousuke<br>C/O MEDICINOVA, INC.<br>4275 EXECUTIVE SQUARE, SUITE 650<br>LA JOLLA, CA 92037 | Â X           | Â         | Â       | Â     |

## Signatures

/s/ Kousuke Nakata 01/14/2014

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
  - (1) Held by Kissei Pharmaceutical Co., Ltd. ("Kissei"), of which Mr. Nakata serves as Director, Licensing and Clinical Development. Mr. Nakata disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein. Kissei held such shares on November 29, 2011, the date on which Mr. Nakata became a director of MediciNova, Inc.
  - (2) Kissei holds 220,000 shares of Series B Convertible Preferred Stock. The Series B Convertible Preferred Stock is convertible at any time, at the holder's election, into Common Stock initially at a rate of 10 shares of Common Stock for each share of Series B Convertible Preferred Stock, and has no expiration.

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### Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

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.