

SELAWSKI MARK
Form 4/A
June 28, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 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)

1. Name and Address of Reporting Person *
SELAWSKI MARK

(Last) (First) (Middle)

C/O ATHERONOVA INC., 2301
DUPONT DRIVE, SUITE 525

(Street)

IRVINE, CA 92612

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AtheroNova Inc. [AHRO.OB]

3. Date of Earliest Transaction
(Month/Day/Year)
05/13/2010

4. If Amendment, Date Original Filed(Month/Day/Year)
05/17/2010

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
CFO & Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) | | | |
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 06/23/2010 | | C ⁽¹⁾ | | 11,215 | A | 11,215 |
| | | | | | | 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.

SEC 1474 (9-02)

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

Edgar Filing: SELAWSKI MARK - Form 4/A

| 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/Year) | 4. Transaction Code (Instr. 8) | 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 Underl (Instr. 3) |
|----------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|----------------------------|
| | | | | Code V (A) (D) | | Date Exercisable Expiration Date | Title |
| Option to Purchase Super-Voting Common Stock | (2) | 05/13/2010 | | J(2) | 2,197,992 | (2) 01/07/2017 | Comm Sto |
| Super-Voting Common Stock | (1) | 06/23/2010 | | C(1) | 44,856 | (1) (1) | Comm Sto |
| Option to Purchase Super-Voting Common Stock | (3) | 06/23/2010 | | J(3) | 2,197,992 | (3) 01/07/2017 | Comm Sto |
| Option to Purchase Common Stock | (3) | 06/23/2010 | | J(3) | 549,498 | (3) 01/07/2017 | Comm Sto |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------------------------|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| SELAWSKI MARK C/O ATHERONOVA INC. 2301 DUPONT DRIVE, SUITE 525 IRVINE, CA 92612 | | | CFO & Secretary | |

Signatures

/s/ Mark Selawski 06/24/2010

**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).

On June 23, 2010, upon the filing and acceptance of the Issuer's Amended and Restated Certificate of Incorporation effecting a 1-for-200 (1) reverse split of the Issuer's outstanding common stock, each share of the Reporting Person's Super-Voting Common Stock automatically converted into 0.25 shares of the Issuer's common stock.

Edgar Filing: SELAWSKI MARK - Form 4/A

The Reporting Person obtained the option pursuant to the closing of transactions contemplated under an Agreement and Plan of Merger dated March 26, 2010. The shares of Super-Voting Common Stock issuable upon exercise of the option are convertible at a rate of 50 shares of the Issuer's common stock for each share of Super-Voting Common Stock, automatically upon the filing and acceptance of the Issuer's Amended and Restated Certificate of Incorporation effecting a 1-for-200 reverse split of the Issuer's outstanding common stock. The option vests 25% on January 6, 2011 and 75% evenly on a monthly basis over the next three years thereafter. The Reporting Person hereby amends the original report regarding these securities to correctly report the applicable vesting provisions.

(2) On June 23, 2010, upon the filing and acceptance of the Issuer's Amended and Restated Certificate of Incorporation effecting a 1-for-200 reverse split of the Issuer's outstanding common stock, the option, by its terms, became exercisable for 0.25 shares of the Issuer's Common Stock for each share of Super-Voting Common Stock formerly issuable upon exercise of the option.

(3) Accounts for a 1-for-200 reverse split.

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.