#### Edgar Filing: FRAGIN GARY S - Form 4

FRAGIN GA Form 4 January 05, 2 <b>FORM</b> Check thi if no long subject to Section 14 Form 4 on Form 5 obligation may conti <i>See</i> Instru 1(b).	1010 <b>4</b> UNITED S s box er STATEM 6. Filed purse Section 17(a)	ENT OF CH uant to Section of the Public	Washington, IANGES IN SECUR on 16(a) of th	D.C. 209 BENEFI ATTIES e Securiti ding Com	549 CIAI ies Ex ipany	L OW cchang Act o	COMMISSION NERSHIP OF ge Act of 1934, f 1935 or Sectic 40	OMB Number: Expires: Estimated a burden hou response	urs per		
1. Name and Address of Reporting Person       2. Issue         FRAGIN GARY S       Symbol			<sup>bol</sup> PHARM ON	HARM ONCOLOGY INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) FRAGIN ASSET MANAGEMENT, 4925 ARLINGTON AVENUE			<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>12/31/2009</li></ul>				X_ Director 10% Owner Officer (give title Other (specify below) below)				
			Amendment, Da l(Month/Day/Year	-			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>				
(City)	(State) (Z	Zip)	Table I - Non-D	Derivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	saction Date 2A. Deemed /Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or			Securities Energicially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock, \$.001 par value	12/31/2009		Code V A <u>(6)</u>	7 Amount 7,500	(D) A	Price \$ 0	(instr. 3 and 4) 52,500	D			

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

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# 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/Year)	4. Transacti Code (Instr. 8)	Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (right to buy)	\$ 4.31					<u>(1)</u>	12/22/2014	Common Stock, \$.001 par value	15,029
Director Stock Option (right to buy)	\$ 5.01					04/26/2006	04/26/2016	Common Stock	15,000
Director Stock Option (right to buy)	\$ 6.49					(2)	12/13/2016	Common Stock	15,000
Stock Option (right to buy)	\$ 4.85					<u>(3)</u>	06/18/2017	Common Stock	15,000
Stock Option (right to buy)	\$ 2.73					<u>(4)</u>	12/12/2017	Common Stock	20,000
Stock Option (right to buy)	\$ 0.7					(5)	05/13/2019	Common Stock	15,000
Stock Option (right to buy)	\$ 2.85	12/31/2009		A	7,500	(7)	12/31/2019	Common Stock, \$.001 par value	7,500

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### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FRAGIN GARY S FRAGIN ASSET MANAGEMENT 4925 ARLINGTON AVENUE RIVERDALE, NY 10471	Х						
Signatures							
/s/ Richard Bagley, as attorney-in-fac Fragin	01/0	01/05/2010					
<u>**</u> Signature of Reporting Persor	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) 7,515 shares vest on 12/22/05 and 7,514 shares vest on 12/22/06.
- (2) 5,000 shares vest on each of 12/13/07, 12/13/08 and 12/13/09.
- (3) 5,000 shares vest on each of 6/18/08, 6/18/09 and 6/18/10.
- (4) 6,667 shares vest on each of 12/12/08 and 12/12/09; 6,666 shares vest on 12/12/10.
- (5) 5,000 shares vest on each of 12/31/2009, 6/30/2010 and 12/31/2010.
- (6) Grant of restricted stock; restrictions lapse in 2 equal annual installments beginning on the first anniversary of the date of grant.
- (7) 3,750 shares vest on each of 12/31/2011 and 12/31/2012.

#### **Remarks:**

Power of Attorney Form incorporated by reference to Exhibit 24.1 to the Form 4 filed by the Reporting Person on 9/24/2009.

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.