Edgar Filing: WILLIAMS DOUGLAS E - Form 4

WILLIAMS DO Form 4									
November 08, 24	1								PPROVAL
FORM 4UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549Check this box if no longer subject to 							N OMB Number:	3235-0287	
							nge Act of 1934, t of 1935 or Secti	Expires: Estimated burden hou response	Expires:January 31, 2005Estimated average burden hours per response0.5
(Print or Type Resp	onses)								
1. Name and Address of Reporting Person <u>*</u> WILLIAMS DOUGLAS E			2. Issuer Name and Ticker or Trading Symbol ARRAY BIOPHARMA INC [ARRY]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) C/O 3200 WALNUT STREET			3. Date of Earliest Transaction (Month/Day/Year) 11/04/2010			X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
BOULDER, CO	0 80301						Form filed by Person	More than One R	eporting
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
	ransaction Date nth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	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 Indirect Beneficial Ownership (Instr. 4)
Reminder: Report o	n a separate line	e for each cl	ass of sect		ficially ow Perso inform requit	ned directly ons who rea nation con red to resp ays a curre		n are not rm	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year	(Instr. 8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of					(
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 3.51	11/04/2010	А	20,000		<u>(1)</u>	11/04/2020	Common Stock	20,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
WILLIAMS DOUGLAS E C/O 3200 WALNUT STREET BOULDER, CO 80301	Х						
Signatures							
John R. Moore, attorney-in-fact Person	11/	08/2010					

<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) The option vests in three equal annual installments beginning November 4, 2011.

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.