Bellerophon Therapeutics, Inc.

Form 3

February 13, 2015

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

**OMB** 

response...

3235-0104

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Number: January 31, Expires: 2005

**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)

1. Name and Address of Reporting Person \*

 **NELSEN ROBERT** 

(Last)

(First) (Middle) Statement

(Month/Day/Year)

02/13/2015

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Bellerophon Therapeutics, Inc. [BLPH]

4. Relationship of Reporting

8725 WEST HIGGINS ROAD, **SUITE 290** 

(Street)

Person(s) to Issuer

(Check all applicable)

5. If Amendment, Date Original

Filed(Month/Day/Year)

\_X\_ Director Officer (give title below) (specify below)

\_\_X\_\_ 10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

(Instr. 5)

Form filed by More than One

Reporting Person

CHICAGO, ILÂ 60631

1. Title of Security

(Instr. 4)

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership

Direct (D) or Indirect

(I) (Instr. 5)

Common Stock 752,994 I See footnotes (1) (2)

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 (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

Conversion or Exercise Price of

Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Title

Derivative Security

Direct (D)

## Edgar Filing: Bellerophon Therapeutics, Inc. - Form 3

Date Expiration Amount or or Indirect Exercisable Date Number of (I) Shares (Instr. 5)

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

NELSEN ROBERT 8725 WEST HIGGINS ROAD, SUITE 290 Â X Â X Â Â CHICAGO, ILÂ 60631

## **Signatures**

/s/ Manesh Naidu, as Attorney-in-Fact for Robert T. Nelsen

02/13/2015

\*\*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).

These shares are owned directly by ARCH Venture Fund VI, L.P. ("ARCH"). ARCH Venture Partners VI, L.P. (the "GPLP"), as the sole general partner of ARCH, may be deemed to beneficially own certain of the shares held by ARCH. The GPLP disclaims beneficial

- (1) ownership of all shares held by ARCH in which the GPLP does not have an actual pecuniary interest. ARCH Venture Partners VI, LLC (the "GPLLC"), as the sole general partner of the GPLP, may be deemed to beneficially own certain of the shares held by ARCH. The GPLLC disclaims beneficial ownership of all shares held by ARCH in which it does not have an actual pecuniary interest.
- The managing directors of the GPLLC, the Reporting Person, Keith Crandell and Clinton Bybee (together, the "Managing Directors"), are deemed to have voting and dispositive power over the shares held by ARCH, and may be deemed to beneficially own certain of the shares held by ARCH. The Managing Directors, including the Reporting Person, disclaim beneficial ownership of all shares held by ARCH in which they do not have an actual pecuniary interest.

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## **Remarks:**

Exhibit Index: 24.1 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.

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