

KNOLL FRED
Form 3
November 08, 2012

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)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â KNOLL FRED | | (Month/Day/Year) | AtheroNova Inc. [AHRO.OB] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 11/06/2012 | | |
| 1114 AVENUE OF THE AMERICAS, 45TH FLOOR | | | (Check all applicable) | |
| (Street) | | | <input checked="" type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| NEW YORK, Â NY Â 10036 | | | (give title below) | (specify below) |
| (City) | (State) | (Zip) | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 443,362 | I ⁽¹⁾ | By Europa International, Inc. |

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

SEC 1473 (7-02)

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.

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) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|----------|----------------------------|-------------------------------|
| Warrants to Purchase Common Stock | 05/13/2010 | 05/13/2014 | Common Stock | 636,266 | \$ 0.393 | I <u>(1)</u> | By Europa International, Inc. |
| Warrants to Purchase Common Stock | 04/25/2011 | 04/25/2014 | Common Stock | 60,000 | \$ 0.6 | I <u>(1)</u> | By Europa International, Inc. |
| 2.5% Senior Secured Convertible Note | 05/10/2010 | 05/12/2014 | Common Stock | 1,474,138 | \$ 0.29 | I <u>(1)</u> | By Europa International, Inc. |
| 2.5% Senior Secured Convertible Note | 09/04/2012 | 09/03/2016 | Common Stock | 862,069 | \$ 0.29 | I <u>(1)</u> | By Europa International, Inc. |
| 2.5% Senior Secured Convertible Note | 10/01/2012 | 09/30/2016 | Common Stock | 574,713 | \$ 0.29 | I <u>(1)</u> | By Europa International, Inc. |
| 2.5% Senior Secured Convertible Note | 10/31/2012 | 10/30/2016 | Common Stock | 574,713 | \$ 0.29 | I <u>(1)</u> | By Europa International, Inc. |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KNOLL FRED 1114 AVENUE OF THE AMERICAS, 45TH FLOOR NEW YORK, NY 10036 | Â X | Â X | Â | Â |

Signatures

/s/ Fred Knoll 11/08/2012

**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).

Mr. Knoll, the principal of Knoll Capital Management, L.P., the investment manager for Europa International, Inc., exercises voting and (1) dispositive power over the shares held by Europa International, Inc., but disclaims any beneficial interest in the shares of our common stock owned by Europa except to the extent of his pecuniary interest therein.

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.