

# SECURITIES AND EXCHANGE COMMISSION

## FORM 3

Filing Date: **2013-01-25** | Period of Report: **2013-01-25**  
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### REPORTING OWNER

#### JACOBS JOSEPH

CIK: **1048485**

Type: **3** | Act: **34** | File No.: **000-52153** | Film No.: **13549096**

Mailing Address

411 W PUTNAM AVENUE  
GREENWICH CT 06830

### ISSUER

#### Arno Therapeutics, Inc

CIK: **1195116** | IRS No.: **522286452** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **2834** Pharmaceutical preparations

Mailing Address

200 ROUTE 31 NORTH  
SUITE 104  
FLEMINGTON NJ 08822

Business Address

200 ROUTE 31 NORTH  
SUITE 104  
FLEMINGTON NJ 08822  
(862) 703-7175

#### DAVIDSON CHARLES E

CIK: **1001391**

Type: **3** | Act: **34** | File No.: **000-52153** | Film No.: **13549094**

Mailing Address

C/O WEXFORD CAPITAL LP  
411 WEST PUTNAM AVE  
GREENWICH CT 06830

#### WEXFORD CAPITAL LP

CIK: **1048462** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **3** | Act: **34** | File No.: **000-52153** | Film No.: **13549097**

Mailing Address

411 W PUTNAM AVENUE  
GREENWICH CT 06830

Business Address

411 W PUTNAM AVENUE  
GREENWICH CT 06830  
2038627000

#### Wexford GP LLC

CIK: **1472112** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **3** | Act: **34** | File No.: **000-52153** | Film No.: **13549095**

Mailing Address

C/O WEXFORD CAPITAL LP  
SUITE 125  
GREENWICH CT 06830

Business Address

C/O WEXFORD CAPITAL LP  
SUITE 125  
GREENWICH CT 06830  
203-862-7000

**FORM 3****UNITED STATES SECURITIES AND  
EXCHANGE COMMISSION**

Washington, D.C. 20549

## OMB APPROVAL

OMB Number: 3235-0104  
Expires: 02/28/2011  
Estimated average burden  
hours per response 0.5**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

1. Name and Address of Reporting Person <b>WEXFORD CAPITAL LP</b>  (Last) (First) (Middle) <b>411 WEST PUTNAM AVENUE, SUITE 125</b>  (Street) <b>GREENWICH, CT 06830</b>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/ Year) <b>01/25/2013</b>	3. Issuer Name and Ticker or Trading Symbol <b>Arno Therapeutics, Inc [ARNI]</b>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below) _____ Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check applicable line) ____ Form Filed by One Reporting Person <input checked="" 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	418,876	I	By: Kappa Investors LLC <sup>(1)</sup> <sup>(3)</sup> <sup>(4)</sup>
Common Stock	2,828,169	I	By: Wexford Spectrum Investors LLC <sup>(2)</sup> <sup>(3)</sup> <sup>(4)</sup>

**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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrants (right to buy)	06/02/2008	06/02/2013	Common Stock	24,732	\$2.42	I	By: Kappa Investors LLC <sup>(1)</sup> <sup>(3)</sup> <sup>(4)</sup>
Class A Warrants (right to buy)	09/09/2010	03/09/2013	Common Stock	13,441	\$0.5268	I	By: Kappa Investors LLC <sup>(1)</sup> <sup>(3)</sup> <sup>(4)</sup>
Class B Warrants (right to buy)	09/09/2010	09/09/2015	Common Stock	70,564	\$0.5649	I	By: Kappa Investors LLC <sup>(1)</sup> <sup>(3)</sup> <sup>(4)</sup>
Class A Warrants (right to buy)	09/09/2010	03/09/2013	Common Stock	85,759	\$0.5268	I	By: Wexford Spectrum Investors LLC <sup>(2)</sup> <sup>(3)</sup> <sup>(4)</sup>

Class B Warrants (right to buy)	09/09/2010	09/09/2015	Common Stock	450,236	\$0.5649	I	By: Wexford Spectrum Investors LLC (2) (3) (4)
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**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<a href="#">WEXFORD CAPITAL LP</a> 411 WEST PUTNAM AVENUE SUITE 125 GREENWICH, CT 06830		X		
<a href="#">JACOBS JOSEPH</a> C/O WEXFORD CAPITAL LP 411 WEST PUTNAM AVENUE, SUITE 125 GREENWICH, CT 06830		X		
<a href="#">Wexford GP LLC</a> C/O WEXFORD CAPITAL LP SUITE 125 GREENWICH, CT 06830		X		
<a href="#">DAVIDSON CHARLES E</a> C/O WEXFORD CAPITAL LP 411 WEST PUTNAM AVE. GREENWICH, CT 06830		X		

**Explanation of Responses:**

- The Common Stock and Warrants are held directly by Kappa Investors LLC ("Kappa").
- The Common Stock and Warrants are held directly by Wexford Spectrum Investors LLC ("WSI", and together with Kappa, the "Funds").
- This form is jointly filed by Wexford Capital LP ("Wexford"), Charles E. Davidson ("Davidson"), Joseph M. Jacobs ("Jacobs") and Wexford GP LLC ("Wexford GP"). The securities shown as beneficially owned by Davidson, Jacobs, Wexford GP and Wexford, reflect securities owned of record by the Funds. Wexford serves as manager for the Funds and as such may be deemed to share beneficial ownership of the securities beneficially owned by the Funds, but disclaims such beneficial ownership to the extent such beneficial ownership exceeds its pecuniary interest. (\*continued under Footnote (4) below).
- (\*continued from Footnote (3) above) Wexford GP, as the general partner of Wexford, may be deemed to share beneficial ownership of the securities beneficially owned by the Funds, but disclaims such beneficial ownership to the extent such beneficial ownership exceeds its pecuniary interest. Messrs. Davidson and Jacobs, as the controlling persons of Wexford GP, may be deemed to share beneficial ownership of any securities beneficially owned by the Funds for which Wexford serves as manager, but disclaim such beneficial ownership to the extent such beneficial ownership exceeds their pecuniary interest.

**Signatures**

[Arthur H. Amron, Vice President and Assistant Secretary of Wexford GP LLC, the General Partner of Wexford Capital LP](#)

[01/25/2013](#)

[Arthur H. Amron, Vice President and Assistant Secretary of Wexford GP LLC](#)

[01/25/2013](#)

[Charles E. Davidson](#)

[01/25/2013](#)

[Joseph M. Jacobs](#)

[01/25/2013](#)

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.