

SUBIN NEIL S  
Form 4  
December 28, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
SUBIN NEIL S

2. Issuer Name and Ticker or Trading Symbol  
Capstone Therapeutics Corp. [CAPS]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
3300 SOUTH DIXIE  
HIGHWAY, SUITE 1-365  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/21/2018

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_X\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

WEST PALM BEACH, FL 33405  
(City) (State) (Zip)

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  
\_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) |   |   |                        |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|---|------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |   |   |                        |
| Common Stock                    | 12/21/2018                           |  | S(1)(2)                        |   | 206,000   | D  | \$ 0.052  | 2,708,484 <sup>(3)</sup> <sub>(4)</sub> | I | By MBM - Trust A-4     |
| Common Stock                    | 12/21/2018                           |  | P(1)(2)                        |   | 103,000   | A  | \$ 0.052  | 727,100 <sup>(3)</sup> <sub>(4)</sub>   | I | By LIMFAM LLC          |
| Common Stock                    |                                      |  |                                |   |   |  |   | 2,914,484 <sup>(3)</sup> <sub>(4)</sub> | I | By LIM III - Trust A-4 |
| Common Stock                    |                                      |  |                                |   |   |  |   | 641,218 <sup>(3)</sup> <sub>(4)</sub>   | I | By Trust C - Lloyd     |

|              |   |   |
|--------------|---|---|
| Common Stock | 90,344 <sup>(3)</sup> <sup>(4)</sup> I  | I. Miller<br>By Trust<br>D - Lloyd<br>I. Miller |
| Common Stock | 472,792 <sup>(3)</sup> <sup>(4)</sup> I | By Milfam<br>II L.P.                            |

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

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(9-02)

**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| SUBIN NEIL S<br>3300 SOUTH DIXIE HIGHWAY<br>SUITE 1-365<br>WEST PALM BEACH, FL 33405 |               | X         |         |       |

## Signatures

/s/ Paul N. Silverstein  
Attorney-in-fact  
12/28/2018

\_\_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 reported transaction involved a sale of a total of 206,000 shares of Capstone Therapeutics Corp. ("Capstone") common stock by MBM - Trust A-4, which were acquired by LIMFAM LLC and another private purchaser at a privately negotiated price equal to \$0.052 per share. The reporting person may be deemed to have voting and dispositive control over shares held by MBM - Trust A-4 and LIMFAM LLC.

(2) The reporting person believes that the reported transaction constitutes a change in the form of beneficial ownership without changing the reporting person's pecuniary interest in such securities and was exempt from Section 16 of the Act pursuant to Rule 16a-13.

(3) Except for possessing voting and dispositive power, the reporting person disclaims any other beneficial ownership of, and specifically any pecuniary interest in, the securities reported herein. This filing is not, and shall not be deemed, an admission (and the reporting person expressly disclaims) that the reporting person is, for purposes of Rule 16a-1(a)(2) under Section 16 of the Securities Exchange Act of 1934, the beneficial owner of any equity securities covered by this filing.

(4) The reporting person succeeded to the position of President and Manager of MILFAM LLC, which serves as manager, general partner, or investment advisor of a number of entities formerly managed or advised by the late Lloyd I. Miller, III. The reporting person also serves as trustee of a number of Miller family trusts.

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

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