

AETHLON MEDICAL INC

Form 4

October 22, 2014

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Shah Chetan

2. Issuer Name and Ticker or Trading
Symbol
AETHLON MEDICAL INC
[AEMD]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
8910 UNIVERSITY CENTER
LANE, SUITE 660

3. Date of Earliest Transaction
(Month/Day/Year)
10/20/2014

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

SAN DIEGO, CA 92122

(City) (State) (Zip)

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	10/20/2014		A		666,667	A	\$ 0.093
Common Stock	10/20/2014		A		333,333	A	\$ 0.096
Common Stock	10/20/2014		A		1,111,111	A	\$ 0.108

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

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information contained in this form are not
required to respond unless the form**

SEC 1474
(9-02)

displays a currently valid OMB control number.

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 Underlying (Instr. 3 and 4)
						Date Exercisable	Expiration Date	Title
Common Stock Purchase Warrant	\$ 0.093	10/20/2014		D	666,667	11/12/2012	11/12/2019	Common Stock
Common Stock Purchase Warrant	\$ 0.093	10/20/2014		A	666,667	10/20/2014	10/20/2021	Common Stock
Common Stock Purchase Warrant	\$ 0.096	10/20/2014		D	333,333	02/11/2013	02/11/2020	Common Stock
Common Stock Purchase Warrant	\$ 0.096	10/20/2014		A	333,333	10/20/2014	10/20/2021	Common Stock
Common Stock Purchase Warrant	\$ 0.108	10/20/2014		D	1,111,111	06/19/2012	06/19/2019	Common Stock
Common Stock Purchase Warrant	\$ 0.108	10/20/2014		A	1,111,111	10/20/2014	10/20/2021	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shah Chetan 8910 UNIVERSITY CENTER LANE, SUITE 660 SAN DIEGO, CA 92122	X			

Signatures

/s/ Chetan S.
Shah

10/22/2014

__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) In addition to the shares of Common Stock issued upon exercise of the warrant, Dr. Shah received a warrant to purchase the same number of shares of Common Stock at the same exercise price as the warrant that was exercised.

In addition to the warrants reported on this form as being acquired by him, Dr. Shah also owns warrants to purchase Common Stock as follows: 937,500 shares at \$0.125 per share, 534,723 shares at \$0.12 per share, 333,333 shares at \$0.115 per share, 333,333 shares at \$0.121 per share and 1,251,983 shares at \$0.132 per share.

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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