

CAVAZZA CLAUDIO
Form 4
September 28, 2009

FORM 4

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

OMB APPROVAL

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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 *
CAVAZZA CLAUDIO

2. Issuer Name and Ticker or Trading Symbol
DOR BIOPHARMA INC [DORB]

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

(Last) (First) (Middle)
VIA SUDAFRICA, 20
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/24/2009

____ Director
____ Officer (give title below)
__X__ 10% Owner
____ Other (specify below)

ROME, L6 00144
(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock | 09/24/2009 | | P | V Amount (A) or (D) Price 3,952,569 A \$ 0.253 | 45,619,236 | I (1) | Indirect (1) |

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)

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| 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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Common Stock Warrant (warrant to buy) | \$ 0.278 | 09/24/2009 | | J ⁽²⁾ | 1 | 09/27/2009 | 09/27/2014 ⁽³⁾ | Common Stock | 1,976,284 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CAVAZZA CLAUDIO VIA SUDAFRICA, 20 ROME, L6 00144 | | | X | |

Signatures

/s/ Maurizio Terenzi, Proxy-holder
authorized 09/28/2009

__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) Shares directly owned by Sigma-Tau Pharmaceuticals, Inc. (?Pharmaceuticals?). Pharmaceuticals is a direct wholly-owned subsidiary of Sigma-Tau America S.A. (?America?). America is a direct wholly-owned subsidiary of Sigma-Tau International S.A. (?International?). International is a direct wholly-owned subsidiary of Sigma-Tau Finanziaria S.p.A. ("Sigma Tau"). Claudio Cavazza directly and indirectly owns 57% of Sigma Tau.
- (2) This warrant was issued by the Issuer to Pharmaceuticals in consideration of Pharmaceuticals' purchase of 3,952,569 shares of common stock on September 24, 2009.
- (3) The expiration date of the warrant may be accelerated at the Issuer's option if the Issuer's common stock meets certain price thresholds and the common shares underlying the warrant are registered for resale pursuant to an effective registration statement or are freely transferable without volume restrictions pursuant to Rule 144 under the Securities Act of 1933, as amended.

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.