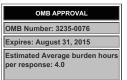
FORM D

C Yet to Be Formed

Notice of Exempt Offering of Securities

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.



1. Issuer's Identity			
CIK (Filer ID Number)	Previous Name(s)	None None	Entity Type
0001574094			Corporation
Name of Issuer			C Limited Partnership
RenovoRx, Inc.			C Limited Liability Company
Jurisdiction of Incorporation/Organization			C General Partnership
DELAWARE			C Business Trust
Year of Incorporation/Organizati	on		C Other
O Over Five Years Ago			
Within Last Five Years (Specify Year)	2012		

# 2. Principal Place of Business and Contact Information

Name of Issuer					
RenovoRx, Inc.					
Street Address 1		Stree	et Address 2		
333 W. SANTA CLARA STREE	T, SUITE 900				
City	State/Province/Country	у	ZIP/Postal Code	Phone No. of Issu	er
SAN JOSE	CALIFORNIA		95110	408-800-2649	

## 3. Related Persons

Last Name		First Name		Middle Name			
Zanchi, PhD		Marta		Gaia			
Street Address 1			Street Address 2				
333 W. Santa Clara S	treet, Suite 9	900					
City		State/Province/C	Country	ZIP/Postal Code			
San Jose		CALIFORNIA		95110			
Relationship:	Execut	ive Officer	Director	Promoter			
Clarification of Response	× • •						
Last Name		First Name		Middle Name			
Najmabadi		Kamran					
Street Address 1			Street Address 2				
333 W, Santa Clara S	treet, Suite 9	900					
City		State/Province/C	Country	ZIP/Postal Code			
San Jose		CALIFORNIA		95110			
Relationship:	Execut	ive Officer	Director	Promoter			

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Last Name		First Name		Middle Name		
Agah, M.D.		Ramtin				
Street Address 1			Street Address	<u>1</u>		
333 W. Santa Clara	Street, Suite	e 900				
City	,	State/Province/	/Country	ZIP/Postal Code		
San Jose		CALIFORNI	-	95110		
Relationship:	Exec	utive Officer	Director	Promoter		
Clarification of Respon	se (if Necessa	ry)				
Last Name		First Name		Middle Name		
Hambuechen		Klaus		W.		
Street Address 1			Street Address	2		
333 W. Santa Clara	Street, Suite	e 9 <mark>00</mark>				
City		State/Province/	/Country	ZIP/Postal Code		
San Jose		CALIFORNI	A	95110		
Relationship:	Exec	utive Officer	Director	Promoter		
Clarification of Respons	se (ii Necessa					
Last Name		First Name		Middle Name		
Marton, M.D.		Laurence		J.		
Street Address 1			Street Address	2		
333 W. Santa Clara	Street, Suite	e 900				
City		State/Province/	/Country	ZIP/Postal Code		
San Jose		CALIFORNI	[A	95110		
Relationship:	Exec	utive Officer	Director	Promoter		
Clarification of Respons	se (if Necessa	rv)				
		- 37				
L <del></del>						
Last Name		First Name		Middle Name		
de Schutter		Joost				
Street Address 1			Street Address	<u></u> 2		
333 W. Santa Clara	Street. Suite	900				
City		State/Province/	/Country	ZIP/Postal Code		
San Jose			-	95110		
Loui vost						
Relationship:	Exec	utive Officer	Director	Promoter		
Clarification of Respons	se (if Necessa	ry)				
		- 1				

Last Name		First Name		Middle Name
Rahmani		Frank		
Street Address 1			Street Address 2	_
3175 Hanover Street				
City		State/Province/C	Country	ZIP/Postal Code
Palo Alto		CALIFORNIA		94304
Relationship:	Execut	ive Officer	Director	Promoter
Clarification of Response	e (if Necessary	<i>t</i> )		
		,		
Last Name		First Name		Middle Name
Ryan, PhD		Una		S,
Street Address 1			Street Address 2	
333 W. Santa Clara S	Street, Suite 9	900		
City		State/Province/C	Country	ZIP/Postal Code
SanJose		CALIFORNIA		95110
Relationship:	Execut	ive Officer	Director	Promoter
	A		Director	Promoter
Relationship:	A		Director	Promoter

## 4. Industry Group

## C Agriculture

## Banking & Financial Services

- C Commercial Banking
- C Insurance
- C Investing
- C Investment Banking
- C Pooled Investment Fund
- Other Banking & Financial C Services

### C Business Services

#### Energy

- C Coal Mining C Electric Utilities
- C Energy Conservation C Environmental Services
- C Oil & Gas
- C Other Energy

- C Retailing
- C Restaurants
- Hospitals & Physicians Technology
  - C Computers
  - C Telecommunications
  - C Other Technology

#### Travel

- O Airlines & Airports
- C Lodging & Conventions
- C Tourism & Travel Services
- C Other Travel

#### C Other

O Other Real Estate

C

Health Care

C

C

C

C Manufacturing

Real Estate

C

C Commercial

C Construction

C REITS & Finance

Residential

Biotechnology

**Health Insurance** 

Pharmaceuticals

C Other Health Care

## 5. Issuer Size

#### Revenue Range

#### C No Revenues

- \$1 \$1,000,000 C
- C \$1,000,001 - \$5,000,000
- \$5,000,001 \$25,000,000 C
- \$25,000,001 \$100,000,000 C

#### Aggregate Net Asset Value Range

- 0 No Aggregate Net Asset Value
- C \$1 - \$5,000,000
- 0 \$5,000,001 - \$25,000,000
- \$25,000,001 \$50,000,000 C
  - \$50,000,001 \$100,000,000

- Over \$100,000,000
- Decline to Disclose

Not Applicable

C

- ne to Disclose
- Over \$100,000,000
- C Decline to Disclose C Not Applicable

	6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)										
Π	Rule 504(b)(1) (not (i), (ii) or (iii))		Rule 505								
	Rule 504 (b)(1)(i)		E Rule 506(b)								
	Rule 504 (b)(1)(ii)		C Rule 506(c)								
	Rule 504 (b)(1)(iii)		Securities Act Section 4	4(a)(5)							
			Investment Company A	Act Section 3(c)							

C

7.	Type of F	iling		
•	New Notice	Date of First Sale	2013-01-23	First Sale Yet to Occur
	Amendment			

8. Duration of Offering

Does the Issuer intend this offering to last more than one year?

C Yes @ No

9.	. Type(s) of Securities Offered (select all that apply)							
	Pooled Investment Fund Interests	•	Equity					
Γ	Tenant-in-Common Securities	Г	Debt					
Γ	Mineral Property Securities	•	Option, Warrant or Other Right to Acquire Another Security					
Г	Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security		Other (describe)					

10. Business Combination Transaction	n
Is this offering being made in connection with a business combi transaction, such as a merger, acquisition or exchange offer?	nation C Yes C No
Clarification of Response (if Necessary)	
11. Minimum Investment	
Minimum investment accepted from any outside \$	USD
12. Sales Compensation	
Recipient Rec	pient CRD Number 🔲 None
(Associated) Broker or Dealer I None	ssociated) Broker or Dealer CRD None

					Street A	uuress 2			1	
24						Const		710/00/10/00		
ity					State/Province	Country		ZIP/Postal Code	]	
ate(s) of	f Solicitation								1	
3. OI	ffering a	nd Sal	es	A	Amounts					
otal Offe	ring Amount	\$ 6986	25		USD 🗖	Indefinite				
tal Ame	ount Sold	\$ 6600	00		USD					
tal Rem ld	aining to be	\$ 3862	5		USD 🗆	Indefinite				
arificati	on of Respon	se (if Neces	saru	)						
	on of Respon	se (in reces	sai y	,						
4. In	vestors									
( ] 1	offering Regardless of to persons wh	whether so to do not qu	ecuri ualif	itie: y as	l investors who already hat s in the offering have been accredited investors, em	1 or may be sol	_	3		
	number of inv	vestors who	) alr	ead	dy have invested in the off					
					& Finders' Fee	ering:	ses			
5. Sa	ales Cor	nmissi	<b>on</b>	S es co		ering: s Expens ees expenses, if	any. If t	the amount of an		
5. Sa	parately the a	nmissi	ON sale	S es co esti	& Finders' Fee	ering: s Expens ees expenses, if	any. If t int.	the amount of an Estimate		
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Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
RenovoRx, Inc.	/s/ Marta Gaia Zanchi	Marta Gaia Zanchi	СЕО	2013-04-10