

COHEN RON  
Form 3  
February 09, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**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

(Print or Type Responses)

|  |         |                                      |  |  |
|--|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person *        |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                     |  |
| Â COHEN RON                                      |         | (Month/Day/Year)                     | ACORDA THERAPEUTICS INC [ACOR]   |  |
| (Last)   | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|  |         | 02/09/2006                           |  |  |
| C/O ACORDA THERAPEUTICS, INC.,Â 15 SKYLINE DRIVE |         |                                      | (Check all applicable)   |  |
| (Street)   |         |                                      | <input type="checkbox"/> Director                                      | <input type="checkbox"/> 10% Owner                   |
|  |         |                                      | <input checked="" type="checkbox"/> Officer                            | <input type="checkbox"/> Other                       |
|  |         |                                      | (give title below) (specify below)                                     |  |
|  |         |                                      | CEO and President  |  |
|  |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)             |  |
|  |         |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person |  |
|  |         |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person  |  |
| HAWTHORNE,Â NYÂ 10532                            |         |                                      |  |  |
| (City)   | (State) | (Zip)                                |  |  |

**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                    | 356,537   | D  | Â   |

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

SEC 1473 (7-02)

**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 control number.**

**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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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|  | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |   |
|--|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Series A Convertible Preferred Stock     | Â (1)            | Â (1)           | Common Stock | 5,923 (2)                  | \$ 6.972 | D                                     | Â |
| Non-Employee Stock Option (right to buy) | Â (3)            | 01/01/2011      | Common Stock | 38,792                     | \$ 2.6   | D                                     | Â |
| Non-Employee Stock Option (right to buy) | Â (3)            | 12/31/2011      | Common Stock | 6,410                      | \$ 2.6   | D                                     | Â |
| Non-Employee Stock Option (right to buy) | Â (3)            | 09/05/2013      | Common Stock | 569,307                    | \$ 2.6   | D                                     | Â |
| Non-Employee Stock Option (right to buy) | Â (3)            | 10/17/2013      | Common Stock | 38,461                     | \$ 2.6   | D                                     | Â |
| Non-Employee Stock Option (right to buy) | Â (4)            | 01/01/2015      | Common Stock | 51,265                     | \$ 8.14  | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                     |       |
|---|---------------|-----------|---------------------|-------|
|   | Director      | 10% Owner | Officer             | Other |
| COHEN RON<br>C/O ACORDA THERAPEUTICS, INC.<br>15 SKYLINE DRIVE<br>HAWTHORNE, NY 10532 | Â             | Â         | Â CEO and President | Â     |

## Signatures

/s/ Michelle Meyers, by power of attorney 02/08/2006

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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 convertible preferred stock is convertible at any time, at the holder's discretion, and has no expiration date.
- (2) The number of shares underlying convertible preferred stock in column 3 of Table II represents the number of shares of Common Stock of the Issuer that the convertible preferred stock will automatically convert into upon the closing of the Issuer's initial public offering.
- (3) All of the shares subject to this option have vested.
- (4) The shares subject to this option vest in equal quarterly installments beginning on 1/1/2005.

Â

### Remarks:

Exhibit List - Exhibit 24 - Power of Attorney

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.