

Ching Marshall Robert
Form 3
December 15, 2004

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 *

Ching Marshall Robert

(Last) (First) (Middle)

1118 EAST GREEN STREET

(Street)

PASADENA, CA 91106

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/12/2004

3. Issuer Name and Ticker or Trading Symbol

ARROWHEAD RESEARCH CORP [ARWR]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

5. 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 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

295,507

D

^

common stock

1,125,000

D

^

common stock

311,248

I

held by Pension Plan ⁽¹⁾

common stock

71,066

I

held by Pension Plan ⁽²⁾

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

SEC 1473 (7-02)

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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

3. Title and Amount of Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect Beneficial

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	(Month/Day/Year)		Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
common stock purchase warrant	01/12/2004	06/30/2013	common stock	1,125,000	\$ 1.5	D	Â
common stock purchase warrant	01/31/2004	06/30/2013	common stock	704,487	\$ 1.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ching Marshall Robert 1118 EAST GREEN STREET PASADENA, CA 91106	Â	Â X	Â	Â

Signatures

M. Robert Ching 12/15/2004

____Signature of Date
Reporting Person

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) 311,248 shares of common stock are held by the M. Robert Ching Defined Benefit Pension Plan. Dr. Ching exercises beneficial ownership (voting and investment power) with respect to these shares.
- (2) 71,066 shares of common stock are held by the M. Robert Ching Money Purchase Pension Plan. Dr. Ching exercises beneficial ownership (voting and investment power) with respect to these shares.

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.