SEC Form 3

### FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

HARRIS & HARRIS GROUP INC /NY/ 04/03/201	t (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol Enumeral Biomedical Holdings, Inc. [ ENUM ]			
(Last) (First) (Middle)   1450 BROADWAY   24TH FLOOR		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify below) below)			
(Street) NEW YORK NY 10018 (City) (State) (Zip)		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Perso Form filed by More than One Repo 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	7,966,368	D	

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)			5. Ownership Form: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	(Instr. 5)	
Stock Option (Right to Buy)	08/04/2014	08/03/2024	Common Stock	20,000	1	Ι	Daniel Wolfe
Stock Option (Right to Buy)	(1)	08/03/2024	Common Stock	60,000	1	Ι	Daniel Wolfe
Common Stock Purchase Warrant <sup>(2)</sup>	07/31/2014	02/02/2024	Common Stock	255,120	0.2451	D	
Common Stock Purchase Warrant	07/31/2014	07/30/2019	Common Stock	1,500,000	2	D	

Explanation of Responses:

1. The option vests and becomes exercisable as follows: (a) 36,667 shares were vested as of August 4, 2014, and (b) 23,333 will vest in 14 equal monthly installments through October 1, 2015. The option has been issued to Daniel Wolfe, a director of the Issuer. Mr. Wolfe has assigned the economic benefit of the option to the reporting person.

2. Represents a warrant issued to the reporting person in exchange for a warrant previously issued by Enumeral Biomedical Corp. (the "Predecessor") pursuant to the terms of the merger of the Predecessor with a wholly-owned subsidiary of the Issuer.

## /s/ Daniel Wolfe, President

\*\* Signature of Reporting Person

04/03/2015

Date

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

 $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

OMB APPROVAL

### POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Arthur Tinkelenberg and Kevin Sarney, or either of them signing individually, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

- (1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or any rule or regulation of the SEC;
- (2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Enumeral Biomedical Holdings, Inc. (the "Company"), Forms 3, 4, and 5 (including amendments thereto and joint filing agreements in connection therewith) in accordance with Section 16(a) of the Exchange Act and the rules thereunder;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, (including amendments thereto and joint filing agreements in connection therewith) and file such forms with the SEC and any stock exchange, self-regulatory association or any similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-infact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, and their substitutes, in serving in such capacity at the request of the undersigned, are not assuming (nor is the Company assuming) any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 22nd day of September, 2014.

Harris & Harris Group Inc. Signature

By: /s/ Daniel Wolfe Print Name