

ALDER BIOPHARMACEUTICALS INC

Form 3

May 07, 2014

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

A Davidson Aaron

(Last) (First) (Middle)

C/O H.I.G. CAPITAL, 1450
BRICKELL AVENUE, 31ST
FLOOR

(Street)

MIAMI, FL 33131

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

05/07/2014

3. Issuer Name and Ticker or Trading Symbol

ALDER BIOPHARMACEUTICALS INC [ALDR]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ 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)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)Date
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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				Shares		or Indirect (I) (Instr. 5)	
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	1,342,657	\$ (1)	I	By H.I.G. Venture Partners II, L.P. (2)
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	335,664	\$ (1)	I	By H.I.G. Ventures - Alder, LLC (2)
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	404,040	\$ (1)	I	By H.I.G. Venture Partners II, L.P. (2)
Series C Preferred Stock	Â (1)	Â (1)	Common Stock	101,010	\$ (1)	I	By H.I.G. Ventures - Adler, LLC (2)
Series D Preferred Stock	Â (1)	Â (1)	Common Stock	318,884	\$ (1)	I	By H.I.G. Venture Partners II, L.P. (2)
Series D Preferred Stock	Â (1)	Â (1)	Common Stock	79,721	\$ (1)	I	By H.I.G. Ventures - Alder, LLC (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Davidson Aaron C/O H.I.G. CAPITAL 1450 BRICKELL AVENUE, 31ST FLOOR MIAMI, FL 33131	Â X	Â	Â	Â

Signatures

/s/ Aaron Davidson 05/07/2014

__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 preferred stock is convertible at any time, at the holder's election, and has no expiration date. The preferred stock will automatically convert into common stock on a 1-to-1 basis upon closing of the initial public offering of the issuer.
- (2) Mr. Davidson is managing director of H.I.G. BioVentures, an affiliate of H.I.G. Ventures Partners II, L.P. and H.I.G. Ventures - Alder, LLC. As a managing director of an affiliate of the H.I.G. Funds, Mr. Davidson shares voting and investment power over the shares held by the H.I.G. Funds and may be deemed to have indirect beneficial ownership of such shares. Mr. Davidson disclaims beneficial ownership of the shares held by the H.I.G. Funds except to the extent of any pecuniary interest therein.

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.