

Edgar Filing: ARENA PHARMACEUTICALS INC - Form SC 13G

ARENA PHARMACEUTICALS INC
Form SC 13G
February 13, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO 13d-2(b)

ARENA PHARMACEUTICALS, INC.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

040047 10 2

(CUSIP Number)

December 31, 2001

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the one pursuant to which this Schedule
is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

/1/ The remainder of this cover page shall be filled out for a reporting
person's initial filing on this with respect to the subject class of securities,
and for any subsequent amendment containing information which would alter the
disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed
to be "filed" for the purpose of Section 18 of the Securities Exchange Act of
1934 (the "Act") or otherwise subject to the liabilities of that section of the
Act but shall be subject to all other provisions of the Act (however, see the
Notes).

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Page 2 of 15 Pages

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1 NAME OF REPORTING PERSON
S.S. or I.R.S. Identification No. Of Above Person

MPM Capital L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF
SHARES BENEFICIALLY OWNED BY
EACH
REPORTING PERSON
WITH

5 SOLE VOTING POWER
2,074,792 (1)

6 SHARED VOTING POWER
None

7 SOLE DISPOSITIVE POWER
2,074,792 (1)

8 SHARED DISPOSITIVE POWER
None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,074,792 (1)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
7.52%

12 TYPE OF REPORTING PERSON*
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
S.S. or I.R.S. Identification No. Of Above Person

BB BioVentures L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 2,074,792 (1)
---	---	------------------------------------

6	SHARED VOTING POWER None
---	-----------------------------

7	SOLE DISPOSITIVE POWER 2,074,792 (1)
---	---

8	SHARED DISPOSITIVE POWER None
---	----------------------------------

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,074,792 (1)

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PN

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1 NAME OF REPORTING PERSON
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BAB BioVentures L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
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(b) [X]

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Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES BENEFICIALLY OWNED BY 2,074,792 (1)
EACH
REPORTING PERSON
WITH

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1 NAME OF REPORTING PERSON
S.S. or I.R.S. Identification No. Of Above Person

MPM BioVentures Parallel Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES BENEFICIALLY OWNED BY 2,074,792 (1)
EACH
REPORTING PERSON
WITH

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None

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1 NAME OF REPORTING PERSON
S.S. or I.R.S. Identification No. Of Above Person

BAB BioVentures, N.V.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []

(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Netherlands Antilles

NUMBER OF
SHARES BENEFICIALLY OWNED BY
EACH
REPORTING PERSON
WITH

5 SOLE VOTING POWER
2,074,792 (1)

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None

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12 TYPE OF REPORTING PERSON*
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1 NAME OF REPORTING PERSON
S.S. or I.R.S. Identification No. Of Above Person

MPM BioVentures I, LP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []

(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES BENEFICIALLY OWNED BY 2,074,792 (1)
EACH
REPORTING PERSON
WITH

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1 NAME OF REPORTING PERSON
S.S. or I.R.S. Identification No. Of Above Person

MPM BioVentures I, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []

(b) [X]

3 SEC USE ONLY

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Delaware

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12 TYPE OF REPORTING PERSON*
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1 NAME OF REPORTING PERSON
S.S. or I.R.S. Identification No. Of Above Person

MPM Asset Management LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES BENEFICIALLY OWNED BY 2,074,792 (1)
EACH
REPORTING PERSON
WITH

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None

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2,074,792 (1)

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7.52%

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12 TYPE OF REPORTING PERSON*
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1 NAME OF REPORTING PERSON
S.S. or I.R.S. Identification No. Of Above Person

Medical Portfolio Management, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES BENEFICIALLY OWNED BY 2,074,792 (1)
EACH
REPORTING PERSON
WITH

6 SHARED VOTING POWER
None

7 SOLE DISPOSITIVE POWER
2,074,792 (1)

8 SHARED DISPOSITIVE POWER
None

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12 TYPE OF REPORTING PERSON*
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1 NAME OF REPORTING PERSON
S.S. or I.R.S. Identification No. Of Above Person

MPM Asset Management Investors 1998 LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []

(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES BENEFICIALLY OWNED BY 2,074,792 (1)
EACH
REPORTING PERSON

WITH 6 SHARED VOTING POWER
None

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2,074,792 (1)

8 SHARED DISPOSITIVE POWER
None

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7.52%

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12 TYPE OF REPORTING PERSON*
OO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

STATEMENT ON SCHEDULE 13G

Item 1(a). Name of Issuer:

Arena Pharmaceuticals, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

6166 Nancy Ridge Drive, San Diego, CA 92121

Item 2(a). Names of Person Filing:

MPM Capital L.P.
BB BioVentures L.P.
BAB BioVentures L.P.
MPM BioVentures Parallel Fund, L.P.
BAB BioVentures, N.V.
MPM BioVentures I L.P.
MPM BioVentures I LLC
MPM Asset Management, LLC
Medical Portfolio Management LLC
MPM Asset Management 1998 LLC

Item 2(b). Business Mailing Address for the Person Filing:

c/o MPM Capital L.P.
111 Huntington Avenue, 31st floor
Boston, MA 02199

Item 2(c). Citizenship:

All entities were organized in Delaware, except BAB BioVentures, N.V., which was organized in the Netherlands Antilles.

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

040047 10 2

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or

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13d-2(b), check whether the person filing is a:

Not Applicable

Item 4. Ownership:

(a) Amount Beneficially Owned:

2,074,792 (1)

(b) Percent of Class Owned:
7.52%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:
2,074,792 shares of Common Stock (1)

(ii) shared power to vote or to direct the vote:
None

(iii) sole power to dispose or to direct the
disposition of:
2,074,792 shares of Common Stock (1)

(iv) shared power to dispose or to direct the
disposition of:
None

Item 5. Ownership of Five Percent or Less of a Class:

Not Applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Various persons have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the shares to which this statement relates. No one person's interest in such shares is more than five percent of the total outstanding stock of the Issuer.

Item 7. Identification and Classification of the Subsidiary Which Acquired the

Security Being Reported on By the Parent Holding Company:

Not Applicable

Item 8. Identification and Classification of Members of the Group:

Not Applicable

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Item 9. Notice of Dissolution of Group:

Not Applicable

Item 10. Certification:

Not Applicable

/1/ Includes shares held through interests in MPM Capital L.P. ("MPM Capital") and in entities directly or indirectly controlled by it. MPM Capital is a direct or indirect parent and or a control person of MPM Asset Management LLC and funds managed or advised by it and the general partners of such funds. Also includes shares held through interests in Medical Portfolio Management LLC, the general partner of MPM Capital. Among the shares included, 1,796,035 shares are held by BB BioVentures L.P.; 257,172 shares are held by MPM BioVentures Parallel Fund, L.P.; and 21,585 shares are held by MPM Asset Management Investors 1998 LLC. Each reporting person herein disclaims beneficial ownership of shares not directly held by such reporting person.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2002

MPM CAPITAL L.P.

By: Medical Portfolio Management LLC,
its General Partner

By: /s/ Michael Steinmetz

Name: Michael Steinmetz
Title: Manager

BB BIOVENTURES L.P.

By: BAB BioVentures L.P.,
its General Partner

By: BAB BioVentures N.V.,
its General Partner

By: /s/ Michael Steinmetz

Name: Michael Steinmetz
Title: Manager

BAB BIOVENTURES L.P.

By: BAB BioVentures, N.V.,
its General Partner

By: /s/ Michael Steinmetz

Name: Michael Steinmetz
Title: Manager

MPM BIOVENTURES PARALLEL FUND, L.P.

By: MPM BioVentures I LP,
its General Partner

By: MPM BioVentures I LLC,
its General Partner

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By: /s/ Michael Steinmetz

Name: Michael Steinmetz
Title: Manager

BAB BIOVENTURES, N.V.

MPM BIOVENTURES I LP

By: MPM BioVentures I LLC,
its General Partner

By: /s/ Michael Steinmetz

Name: Michael Steinmetz
Title: Manager

By: /s/ Michael Steinmetz

Name: Michael Steinmetz
Title: Manager

MPM BIOVENTURES I LLC

MPM ASSET MANAGEMENT LLC

By: /s/ Michael Steinmetz

Name: Michael Steinmetz
Title: Manager

By: /s/ Michael Steinmetz

Name: Michael Steinmetz
Title: Manager

MEDICAL PORTFOLIO MANAGEMENT, LLC

MPM ASSET MANAGEMENT 1998 LLC

By: /s/ Michael Steinmetz

Name: Michael Steinmetz
Title: Manager

By: /s/ Michael Steinmetz

Name: Michael Steinmetz
Title: Manager