

Alphatec Holdings, Inc.
Form 4
December 01, 2016

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Foster John

(Last) (First) (Middle)

C/O HEALTHPOINTCAPITAL PARTNERS, L.P., 505 PARK AVENUE, 12TH FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Alphatec Holdings, Inc. [ATEC]

3. Date of Earliest Transaction (Month/Day/Year)
11/29/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

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 Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | Code | V | Amount | (D) | |
| Common Stock | 11/29/2016 | | S | | 2,600 | D | \$ 5.37 14,933 D ⁽¹⁾ |
| Common Stock | 11/29/2016 | | S | | 1,500 | D | \$ 5.37 13,433 D ⁽¹⁾ |
| Common Stock | 11/30/2016 | | S | | 12,400 | D | \$ 5.22 1,033 D ⁽¹⁾ |
| Common Stock | 11/30/2016 | | S | | 1,033 | D | \$ 5.25 0 D ⁽¹⁾ |
| Common Stock | | | | | | | 898,097 I Held By HealthpointCapital |

| | | | |
|--------------|-----------|---|--|
| Common Stock | 1,750,880 | I | Partners, L.P. ⁽²⁾ Held By HealthpointCapital Partners II, L.P. ⁽²⁾ |
|--------------|-----------|---|--|

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Foster John C/O HEALTHPOINTCAPITAL PARTNERS, L.P. 505 PARK AVENUE, 12TH FLOOR NEW YORK, NY 10022 | | X | | |

Signatures

/s/ John H. Foster
12/01/2016
Date

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

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- On November 29, 2016 and November 30, 2016, 2,600 shares and 12,400 shares, respectively, held by John H. Foster were sold and, on
- (1) November 29, 2016 and November 30, 2016, 1,500 shares and 1,033 shares, respectively, held by John H. Foster, trustee u/w of Virginia C. Foster, were sold. Mr. Foster is a trustee and the principal beneficiary of such trust.

- (2) John H. Foster is a managing member of HGP, LLC, which is the general partner of HealthpointCapital Partners, L.P. In addition, Mr. Foster is a managing member of HGP II, LLC, which is the general partner of HealthpointCapital Partners II, L.P. Mr. Foster may be deemed to beneficially own the securities held by HealthpointCapital Partners, L.P. and HealthpointCapital Partners II, L.P. Accordingly, Mr. Foster disclaims beneficial ownership of such shares except as to the extent of his pecuniary interest in such shares.

Remarks:

All share amounts in this report reflect the 1-for-12 reverse stock split of Alphatec Holdings, Inc. common stock effected on A

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

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