

CareView Communications Inc  
Form SC 13D/A  
January 03, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 7)

**CareView Communications, Inc.**

(Name of Issuer)

Common Stock, \$.001 Par Value Per Share

(Title Class of Securities)

141743104

(CUSIP Number)

HealthCor Management, L.P.

Carnegie Hall Tower

152 West 57th Street, 47th Floor

New York, New York 10019

Attention: Mr. John H. Coghlin

(212) 622-7871

With a Copy to:

Eugene McDermott

Edwards Wildman Palmer LLP

2800 Financial Plaza

Providence, RI 02903

(401) 276-6471

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

December 27, 2013

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. "

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)

(Page 1 of 20 Pages)

CUSIP NO. 141743104 13D Page 2 of 20

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

The information required on 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 ("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).

CUSIP NO. 141743104 13DPage 3 of 20

(1)NAME OF REPORTING PERSON

HealthCor Management, L.P.

(2)CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) x  
(b) ..

(3)SEC USE ONLY

(4)SOURCE OF FUNDS

WC

(5)CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

..

(6)CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

(7) SOLE VOTING POWER

NUMBER OF 0

SHARES

(8) SHARED VOTING POWER

BENEFICIALLY 20,905,795

OWNED BY

EACH (9) SOLE DISPOSITIVE POWER

0

REPORTING

PERSON WITH (10) SHARED DISPOSITIVE POWER

20,905,795

(11)AGGREGATE AMOUNT BENEFICIALLY OWNED  
BY EACH REPORTING PERSON

20,905,795

(12)CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (11) EXCLUDES CERTAIN SHARES

..

(13)PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (11)

13.1%

(14) TYPE OF REPORTING PERSON

PN

CUSIP NO. 141743104 13DPage 4 of 20

(1)NAME OF REPORTING PERSON

HealthCor Associates, LLC

(2)CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  x  
(b)  ..

(3)SEC USE ONLY

(4)SOURCE OF FUNDS

AF

(5)CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

..

(6)CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

(7) SOLE VOTING POWER

NUMBER OF 0

SHARES

(8) SHARED VOTING POWER

BENEFICIALLY 20,905,795

OWNED BY

EACH (9) SOLE DISPOSITIVE POWER

0

REPORTING

PERSON WITH (10) SHARED DISPOSITIVE POWER

20,905,795

(11)AGGREGATE AMOUNT BENEFICIALLY OWNED  
BY EACH REPORTING PERSON

20,905,795

(12)CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (11) EXCLUDES CERTAIN SHARES

..

(13)PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (11)

13.1%

(14) TYPE OF REPORTING PERSON

OO- limited liability company

CUSIP NO. 141743104 13DPage 5 of 20

(1)NAME OF REPORTING PERSON

HealthCor Hybrid Offshore Master Fund, L.P.

(2)CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) x  
(b) ..

(3)SEC USE ONLY

(4)SOURCE OF FUNDS

AF

(5)CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

..

(6)CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

(7) SOLE VOTING POWER

NUMBER OF 0

SHARES

(8) SHARED VOTING POWER

BENEFICIALLY 20,905,795

OWNED BY

EACH (9) SOLE DISPOSITIVE POWER

0

REPORTING

PERSON WITH (10) SHARED DISPOSITIVE POWER

20,905,795

(11)AGGREGATE AMOUNT BENEFICIALLY OWNED  
BY EACH REPORTING PERSON

20,905,795

(12)CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (11) EXCLUDES CERTAIN SHARES

..

(13)PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (11)



13.1%

(14) TYPE OF REPORTING PERSON

PN

CUSIP NO. 141743104 13D Page 6 of 20

(1) NAME OF REPORTING PERSON

HealthCor Hybrid Offshore GP, LLC

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  x  
 (b)  ..

(3) SEC USE ONLY

(4) SOURCE OF FUNDS

AF

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
 REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

..

(6) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

(7) SOLE VOTING POWER

NUMBER OF 0

SHARES

(8) SHARED VOTING POWER

BENEFICIALLY 20,905,795

OWNED BY

EACH (9) SOLE DISPOSITIVE POWER

0

REPORTING

PERSON WITH (10) SHARED DISPOSITIVE POWER

20,905,795

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED  
 BY EACH REPORTING PERSON

20,905,795

(12) CHECK BOX IF THE AGGREGATE AMOUNT  
 IN ROW (11) EXCLUDES CERTAIN SHARES

..

(13) PERCENT OF CLASS REPRESENTED  
 BY AMOUNT IN ROW (11)

13.1%

(14) TYPE OF REPORTING PERSON

OO-limited liability company

CUSIP NO. 141743104 13D Page 7 of 20

(1) NAME OF REPORTING PERSON

HealthCor Group, LLC

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  x  
 (b)  ..

(3) SEC USE ONLY

(4) SOURCE OF FUNDS

AF

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
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(6) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

(7) SOLE VOTING POWER

NUMBER OF 0

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REPORTING

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20,905,795

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 IN ROW (11) EXCLUDES CERTAIN SHARES

..

(13) PERCENT OF CLASS REPRESENTED  
 BY AMOUNT IN ROW (11)

13.1%

(14) TYPE OF REPORTING PERSON

OO-limited liability company

CUSIP NO. 141743104 13D Page 8 of 20

(1) NAME OF REPORTING PERSON

HealthCor Partners Management, L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  x  
 (b)  ..

(3) SEC USE ONLY

(4) SOURCE OF FUNDS

WC

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
 REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

..

(6) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

(7) SOLE VOTING POWER

NUMBER OF 0

SHARES

(8) SHARED VOTING POWER

BENEFICIALLY 18,228,976

OWNED BY

EACH (9) SOLE DISPOSITIVE POWER

0

REPORTING

PERSON WITH (10) SHARED DISPOSITIVE POWER

18,228,976

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED  
 BY EACH REPORTING PERSON

18,228,976

(12) CHECK BOX IF THE AGGREGATE AMOUNT  
 IN ROW (11) EXCLUDES CERTAIN SHARES

..

(13) PERCENT OF CLASS REPRESENTED  
 BY AMOUNT IN ROW (11)

11.6%

(14) TYPE OF REPORTING PERSON

PN

CUSIP NO. 141743104 13DPage 9 of 20

(1)NAME OF REPORTING PERSON

HealthCor Partners Management GP, LLC

(2)CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) x  
(b) ..

(3)SEC USE ONLY

(4)SOURCE OF FUNDS

AF

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(6)CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

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NUMBER OF 0

SHARES

(8) SHARED VOTING POWER

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..

(13)PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (11)



11.6%

(14) TYPE OF REPORTING PERSON

OO- limited liability company

CUSIP NO. 141743104 13D Page 10 of 20

(1) NAME OF REPORTING PERSON

HealthCor Partners Fund, L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  x  
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(4) SOURCE OF FUNDS

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(6) CITIZENSHIP OR PLACE OF ORGANIZATION

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11.6%

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PN

CUSIP NO. 141743104 13DPage 11 of 20

(1)NAME OF REPORTING PERSON

HealthCor Partners L.P.

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CUSIP NO. 141743104 13DPage 12 of 20

(1)NAME OF REPORTING PERSON

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