ACCIPITER LIFE SCIENCES FUND LP

Form 4

Common

Stock, par

Common

value \$1.00 per share Class B

February 10,	2009							
FORM	4					APPROVAL		
Washington, D.C. 20549						3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Section 2 or Section 2 or Section 3 or STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: Estimated burden heresponse			
Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940								
(Print or Type R	esponses)							
1. Name and Address of Reporting Person * ACCIPITER CAPITAL 2. Issuer Name and Ticker or Trading Symbol 5. Relating Issuer				5. Relationship of Issuer	of Reporting P	erson(s) to		
MANAGEM					eck all applica	k all applicable)		
(Last) 666 5TH AV	· · · ·	(Month/Day/Year) Officer (give to below) SNUTE 35TH FLOOP 02/06/2000						
Filed(Month/Day/Year) Applicable Line)			oint/Group Filing(Check One Reporting Person					
NEW YORK, NY 10103 _X_ Form filed by More than One Reporting Person								
(City)	(State)	(Zip) Tab	le I - Non-Derivative Securities A	cquired, Disposed	of, or Benefic	ially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class B Common			Code V Amount (D) Price	(Instr. 3 and 4)		By ALSF II		
Stock, par value \$1.00 per share				614,175 <u>(1)</u>	I	(Offshore), Ltd. (2)		
Class B								

By ALSF II

(QP), LP (3)

By ALSF II,

LP (4)

333,403

401,160

I

I

Stock, par value \$1.00 per share			
Class B Common Stock, par value \$1.00 per share	475,145 <u>(1)</u>	I	By ALSF (Offshore), Ltd. (5)
Class B Common Stock, par value \$1.00 per share	463,862 (1)	I	By ALSF, LP (6)
Class B Common Stock, par value \$1.00 per share	35,000 (1)	I	By Gabe Hoffman

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

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.

SEC 1474

(9-02)

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	7. Tit Amou Under Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secun Bene Owne Follo Repo Trans (Instr
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relatio	nships	
	Director	10% Owner	Officer	Other

Reporting Owners 2

ACCIPITER CAPITAL MANAGEMENT, LLC 666 5TH AVENUE, 35TH FLOOR NEW YORK, NY 10103		(See footnote 1)
ACCIPITER LIFE SCIENCES FUND II L P 666 5TH AVENUE, 35TH FLOOR NEW YORK, NY 10103	X	
Accipiter Life Sciences Fund II Offshore Ltd C/O SIMON WHICKER (LIQUIDATOR), KPMG P.O. BOX 493, CENTURY YARD, CRICKET SQ GRAND CAYMAN KY1-106	X	
ACCIPITER LIFE SCIENCES FUND II QP L P 666 5TH AVENUE, 35TH FLOOR NEW YORK, NY 10103	X	
ACCIPITER LIFE SCIENCES FUND LP 666 5TH AVENUE, 35TH FLOOR NEW YORK, NY 10103	X	
ACCIPITER LIFE SCIENCES FUND OFFSHORE LTD 666 5TH AVENUE, 35TH FLOOR NEW YORK, NY 10103	X	
Candens Capital LLC 666 5TH AVENUE, 35TH FLOOR NEW YORK, NY 10103	X	
HOFFMAN GABE 666 5TH AVENUE, 35TH FLOOR NEW YORK, NY 10103	X	
Signatures		

By: Accipiter Capital Management, LLC; By: /s/ Gabe Hoffman, Managing Member	02/10/2009
**Signature of Reporting Person	Date
By: Accipiter Life Sciences Fund II, LP; By: Candens Capital, LLC, its General Partner; By: /s/ Gabe Hoffman, Managing Member	02/10/2009
**Signature of Reporting Person	Date
By: Accipiter Life Sciences Fund II (Offshore), Ltd; By: /s/ Simon Whicker, Liquidator	02/10/2009
**Signature of Reporting Person	Date
By: Accipiter Life Sciences Fund II (QP), LP; By: Candens Capital, LLC, its General Partner; By: /s/ Gabe Hoffman, Managing Member	02/10/2009
**Signature of Reporting Person	Date
By: Accipiter Life Sciences Fund, LP; By: Candens Capital, LLC, its General Partner; By: /s/ Gabe Hoffman, Managing Member	02/10/2009
**Signature of Reporting Person	Date
By: Accipiter Life Sciences Fund (Offshore), Ltd.; By: Accipiter Capital Management, LLC, its Investment Manager, By: /s/ Gabe Hoffman, Managing Member	02/10/2009
**Signature of Reporting Person	Date

Signatures 3

By: Candens Capital, LLC; By: /s/ Gabe Hoffman, Managing Member

02/10/2009

**Signature of Reporting Person

Date

By: /s/ Gabe Hoffman

02/10/2009

**Signature of Reporting Person

Date

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).

As a result of transactions exempt from Section 16 of the Securities Exchange Act of 1934, as amended, the aggregate beneficial ownership of the Issuer by the Reporting Persons is less than 10%, based on 23,286,489 shares of Class B Common Stock (16,286,489 shares of Class B Common Stock issued and outstanding as of September 30, 2008, reported in the Issuer's Form 10-Q filed with the Securities and Exchange Commission (the "SEC") on October 30, 2008, plus 7,000,000 shares of Class B Common Stock issued upon

- (1) Securities and Exchange Commission (the "SEC") on October 30, 2008, plus 7,000,000 shares of Class B Common Stock issued upon conversion of Class A Common Stock effective December 8, 2008, reported in the Issuer's Form 8-K filed with the SEC on December 8, 2008).
- Held by Accipiter Life Sciences Fund II (Offshore), Ltd. Accipiter Capital Management, LLC acts as an advisor to the liquidators of
 Accipiter Life Sciences Fund II (Offshore), Ltd. Accipiter Capital Management, LLC and Gabe Hoffman, the managing member of
 Accipiter Capital Management, LLC, hold a pecuniary interest in Accipiter Life Sciences Fund II (Offshore), Ltd. and disclaim beneficial ownership except to the extent thereof.
- Held by Accipiter Life Sciences Fund II (QP), LP. Candens Capital, LLC, the general partner of Accipiter Life Sciences Fund II (QP), LP (3) and Gabe Hoffman, the managing member of Candens Capital, LLC, disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein.
- Held by Accipiter Life Sciences Fund II, LP. Candens Capital, LLC, the general partner of Accipiter Life Sciences Fund II, LP and Gabe (4) Hoffman, the managing member of Candens Capital, LLC, disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein.
- Held by Accipiter Life Sciences Fund (Offshore), Ltd. Accipiter Capital Management, LLC, the investment manager of Accipiter Life (5) Sciences Fund (Offshore), Ltd. and Gabe Hoffman, the managing member of Accipiter Capital Management, LLC, disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein.
- Held by Accipiter Life Sciences Fund, LP. Candens Capital, LLC, the general partner of Accipiter Life Sciences Fund, LP and Gabe

 (6) Hoffman, the managing member of Candens Capital, LLC, disclaim beneficial ownership of these securities except to the extent of their 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.