

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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CUSIP NO. 040047 10 2  
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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)

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

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1 NAME OF REPORTING PERSON  
S.S. or I.R.S. Identification No. Of Above Person  
  
BAB 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 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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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,074,792 (1)  
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10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
[ ]  
-----

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
7.52%  
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-----  
12 TYPE OF REPORTING PERSON\*  
PN  
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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.  
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-----  
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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6 SHARED VOTING POWER  
None  
-----

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7 SOLE DISPOSITIVE POWER  
2,074,792 (1)  
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8 SHARED DISPOSITIVE POWER  
None  
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2,074,792 (1)  
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[ ]  
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7.52%  
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12 TYPE OF REPORTING PERSON\*  
PN  
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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)  
-----

6 SHARED VOTING POWER  
None  
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7 SOLE DISPOSITIVE POWER  
2,074,792 (1)  
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8 SHARED DISPOSITIVE POWER  
None  
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,074,792 (1)  
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10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
[ ]  
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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
7.52%  
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-----  
12 TYPE OF REPORTING PERSON\*  
CO  
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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  
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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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6 SHARED VOTING POWER  
None  
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7 SOLE DISPOSITIVE POWER  
2,074,792 (1)  
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8 SHARED DISPOSITIVE POWER  
None  
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2,074,792 (1)  
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[ ]  
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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
7.52%  
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12 TYPE OF REPORTING PERSON\*  
PN  
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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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4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware  
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NUMBER OF  
SHARES BENEFICIALLY OWNED BY  
EACH  
REPORTING PERSON  
WITH  
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5 SOLE VOTING POWER  
2,074,792 (1)  
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6 SHARED VOTING POWER  
None  
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7 SOLE DISPOSITIVE POWER  
2,074,792 (1)  
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8 SHARED DISPOSITIVE POWER  
None  
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,074,792 (1)  
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10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
[ ]  
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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
7.52%  
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12 TYPE OF REPORTING PERSON\*  
OO  
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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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6 SHARED VOTING POWER  
None  
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7 SOLE DISPOSITIVE POWER  
2,074,792 (1)  
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8 SHARED DISPOSITIVE POWER  
None  
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2,074,792 (1)  
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[ ]  
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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
7.52%  
-----

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12 TYPE OF REPORTING PERSON\*  
OO

-----  
\*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  
  
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  
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6 SHARED VOTING POWER  
None  
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7 SOLE DISPOSITIVE POWER  
2,074,792 (1)  
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8 SHARED DISPOSITIVE POWER  
None  
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2,074,792 (1)  
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[ ]  
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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
7.52%  
-----

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12 TYPE OF REPORTING PERSON\*  
OO

-----  
\*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  
  
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  
-----

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

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
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: /s/ Michael Steinmetz

-----  
Name: Michael Steinmetz  
Title: Manager

By: MPM BioVentures I LLC,  
its General Partner

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