

Balyasny Dmitry
Form 3
January 11, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â BALYASNY ASSET
MANAGEMENT LLC

(Last) (First) (Middle)

135 E. 57TH STREET,Â 27TH
FL

(Street)

NEW YORK,Â NYÂ 10022

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
12/27/2006

3. Issuer Name **and** Ticker or Trading Symbol

NORTHFIELD LABORATORIES INC /DE/ [NFLD]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

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

6. Individual or Joint/Group
Filing(Check Applicable Line)
____ Form filed by One Reporting
Person
X Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

338,400

I

See Footnotes (1) (2)

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative
Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Option (right to buy)	01/04/2007	01/20/2007	NFLD Common Stock	481,400	\$ 25	I	See Footnotes ⁽¹⁾ <u>(2)</u>
Option (right to buy)	01/04/2007	01/20/2007	NFLD Common Stock	418,000	\$ 7.5	I	See Footnotes ⁽¹⁾ <u>(2)</u>
Option (right to buy)	01/04/2007	01/20/2007	NFLD Common Stock	1,526,500	\$ 22.5	I	See Footnotes ⁽¹⁾ <u>(2)</u>
Option (right to buy)	01/04/2007	05/19/2007	NFLD Common Stock	500	\$ 17.5	I	See Footnotes ⁽¹⁾ <u>(2)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BALYASNY ASSET MANAGEMENT LLC 135 E. 57TH STREET 27TH FL NEW YORK, NY 10022	Â	Â X	Â	Â
Atlas Master Fund, Ltd. C/O BALYASNY ASSET MANAGEMENT LP 135 E. 57TH STREET, 27TH FL NEW YORK, NY 10022	Â	Â	Â	Group Member
Atlas Global, LLC C/O BALYASNY ASSET MANAGEMENT LP 135 E. 57TH STREET, 27TH FL NEW YORK, NY 10022	Â	Â	Â	Group Member
ATLAS GLOBAL INVESTMENTS LTD C/O BALYASNY ASSET MANAGEMENT LP 135 E. 57TH STREET, 27TH FL NEW YORK, NY 10022	Â	Â	Â	Group Member
Atlas Global Investments II, Ltd. C/O BALYASNY ASSET MANAGEMENT LP 135 E. 57TH STREET, 27TH FL NEW YORK, NY 10022	Â	Â	Â	Group Member
Visium Balanced Fund LP C/O BALYASNY ASSET MANAGEMENT LP 135 E. 57TH STREET, 27TH FL NEW YORK, NY 10022	Â	Â	Â	Group Member

VISIUM LONG BIAS FUND L P
 C/O BALYASNY ASSET MANAGEMENT L.P. Â Â Â Group Member
 135 E. 57TH STREET, 27TH FLOOR
 NEW YORK, NY 10022

VISIUM BALANCED OFFSHORE FUND LTD
 C/O BALYASNY ASSET MANAGEMENT LP Â Â Â Group Member
 135 E. 57TH STREET, 27TH FL
 NEW YORK, NY 10022

Balyasny Dmitry
 181 W. MADISON STREET; SUITE 3600 Â Â X Â Â
 CHICAGO, IL 60602

Visium Capital Management, LLC
 C/O BALYASNY ASSET MANAGEMENT LP Â Â Â Group Member
 135 E. 57TH STREET, 27TH FL
 NEW YORK, NY 10022

Signatures

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR BALYASNY ASSET MANAGEMENT LP 01/08/2006

__Signature of Reporting Person

Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR ATLAS MASTER FUND, LTD. 01/08/2006

__Signature of Reporting Person

Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR ATLAS GLOBAL, LLC 01/08/2006

__Signature of Reporting Person

Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR ATLAS GLOBAL INVESTMENTS, LTD. 01/08/2006

__Signature of Reporting Person

Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR ATLAS GLOBAL INVESTMENTS II, LTD. 01/08/2006

__Signature of Reporting Person

Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR VISIUM BALANCED FUND LP 01/08/2006

__Signature of Reporting Person

Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR VISIUM LONG BIAS FUND LP 01/08/2006

__Signature of Reporting Person

Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR VISIUM BALANCED OFFSHORE FUND, LTD. 01/08/2006

__Signature of Reporting Person

Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR DMITRY BALYASNY 01/08/2006

__Signature of Reporting Person

Date

01/08/2006

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR VISIUM CAPITAL
MANAGEMENT, LLC

____Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) These shares are held as follows: Atlas Master Fund, Ltd. ("AMF") owns 5.86% or 162,017 shares; Visium Balanced Fund LP ("VBF") owns 21.92% or 606,044 shares; Visium Long Bias Fund LP ("VLB") owns 9.41% or 260,168 shares; Visium Balanced Offshore Fund, Ltd. ("VBOF") owns 36.34% or 1,004,728 shares; and Visium Long Bias Offshore Fund Ltd. ("VLBOF") owns 25.85% or 714,701 shares. Additionally, Dmitry Balyasny owns 0.63% or 17,418 shares. By virtue of its position as investment advisor and/or sub-advisor to each of Atlas Master Fund, Ltd. ("AMF"), Atlas Global, LLC ("AG"), Atlas Global Investments, Ltd. ("AGI"), Atlas Global Investments II, Ltd. ("AGII"), Visium Balanced Fund LP ("VBF"), Visium Long Bias Fund LP ("VLB"), Visium Balanced Offshore Fund, Ltd. ("VBOF") and Visium Long Bias Offshore Fund Ltd. ("VLBOF"), Balyasny Asset Management LP may be deemed to beneficially own all 2,764,800 shares of Common Stock.

(2) By virtue of Atlas Global, LLC's ("AG") ownership of 10.79% of the equity interest in AMF, AG may be deemed to beneficially own the 162,017 shares of Northfield Laboratories, Inc.'s ("NFLD") stock that is beneficially owned by AMF. By virtue of Atlas Global Investments, Ltd. ("AGI") ownership of 83.72% of the equity interest in AMF, AGI may be deemed to beneficially own the 162,017 shares of NFLD stock that is beneficially owned by AMF. By virtue of Atlas Global Investments II, Ltd. ("AGII") ownership of 5.48% of the equity interest in AMF, AGII may be deemed to beneficially own the 162,017 shares of NFLD stock that is beneficially owned by AMF.

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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