

Edgar Filing: EDELMAN JOSEPH - Form SC 13G

EDELMAN JOSEPH
Form SC 13G
October 25, 2005

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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 RULE 13d-2 (b)

(Amendment No.)*

BioCryst Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock, par value \$.01

(Title of Class of Securities)

09058V-10-3

(CUSIP Number)

October 14, 2005

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule
is filed:

☐ Rule 13d-1(b)
☒ Rule 13d-1(c)
☐ Rule 13d-1(d)

*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. 09058V-10-3

13G

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Joseph Edelman

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) ☐
(b) ☒

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3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5. SOLE VOTING POWER

1,651,828

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

6. SHARED VOTING POWER

0

7. SOLE DISPOSITIVE POWER

1,095,828

8. SHARED DISPOSITIVE POWER

556,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,651,828

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.33%

12. TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Page 2 of 13 Pages

CUSIP No. 09058V-10-3

13G

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Larry Chachkes

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) ☐

(b) ☒

3. SEC USE ONLY

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4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5. SOLE VOTING POWER

0

NUMBER OF
SHARES

BENEFICIALLY

OWNED BY

EACH
REPORTING

PERSON
WITH

6. SHARED VOTING POWER

0

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

390,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

390,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.5%

12. TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Page 3 of 13 Pages

CUSIP No. 09058V-10-3

13G

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Michael Cho

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) ☐

(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5. SOLE VOTING POWER

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0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

6. SHARED VOTING POWER

0

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

16,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

16,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.06%

12. TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Page 4 of 13 Pages

CUSIP No. 09058V-10-3

13G

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Thomas Turalski

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5. SOLE VOTING POWER

0

NUMBER OF

6. SHARED VOTING POWER

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SHARES	
BENEFICIALLY	0
OWNED BY	-----
EACH	7. SOLE DISPOSITIVE POWER
REPORTING	
PERSON	0
WITH	-----
	8. SHARED DISPOSITIVE POWER
	150,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

150,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.56%

12. TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Page 5 of 13 Pages

Item 1.

- (a) Name of Issuer.
- BioCryst Pharmaceuticals, Inc.
- (b) Address of Issuer's Principal Executive Offices.
- 2190 Parkway Lake Drive
Birmingham, Alabama 35244

Item 2.

- (a) Name of Person Filing.
- This Schedule 13G is being filed with respect to shares of Common Stock of the Issuer which are beneficially owned by Joseph Edelman, Larry Chachkes, Michael Cho and Thomas Tural ski (collectively, the "Reporting Persons"). See Item 4 below.
- (b) Address of Principal Business Office or, if none, Residence.
- The principal business address of each of the Reporting Persons is:
- c/o First New York Securities, LLC
850 Third Avenue, 8th Floor
New York, NY 10022

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(c) Citizenship.

Each Reporting Person is a United States citizen.

(d) Title of Class of Securities.

Common Stock, par value \$.01

(e) CUSIP Number.

09058V-10-3

Page 6 of 13 Pages

Item 3. If this statement is filed pursuant to Rule 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under Section 15 of the Act.
- (b) ☐ Bank as defined in Section 3(a)(6) of the Act.
- (c) ☐ Insurance Company as defined in Section 3(a)(19) of the Act.
- (d) ☐ Investment Company registered under Section 8 of the Investment Company Act.
- (e) ☐ Investment Adviser in accordance with Sec. 240.13d-1(b)(1)(ii)(E).
- (f) ☐ Employee Benefit Plan or Endowment Fund in accordance with Sec. 240.13d-1(b)(1)(ii)(F).
- (g) ☐ Parent holding company, in accordance with Sec. 240.13d-1(b)(ii)(G).
- (h) ☐ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) ☐ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940.
- (j) ☐ Group, in accordance with Sec. 240.13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Sec. 240.13d-1(c), check this box ☐.

Item 4. Ownership

(a) Amount Beneficially Owned.

Mr. Edelman: 1,651,828 (comprised of (i) 1,489,728 shares held by Perceptive Life Sciences Master Fund Ltd. ("Master Fund"), a Cayman Islands company of which the investment manager is Perceptive Advisors LLC, a Delaware limited liability company of which Mr. Edelman is the managing member and (ii) 162,100 shares held in an account of First New York Trading, LLC ("FNYT"), of which Mr. Edelman has voting and dispositive power).

Mr. Cho: 16,000 (comprised of (i) 2,500 shares held by the Master Fund, of which shares Mr. Cho shares dispositive power with Mr. Edelman and (ii) 13,500 shares held in an account of FNYT, of which Mr. Cho shares dispositive power with Mr. Edelman).

Mr. Chachkes: 390,000 (comprised of (i) 342,000 shares held by the Master Fund, of which shares Mr. Chachkes shares dispositive power with Mr. Edelman and (ii)

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48,000 shares held in an account of FNYT, of which Mr. Chachkes shares dispositive power with Mr. Edelman).

Mr. Turalski: 150,000 shares held by the Master Fund, of which shares Mr. Chachkes shares dispositive power with Mr. Edelman.

(b) Percent of Class. Mr. Edelman: 6.33%

Mr. Cho: 0.06%

Mr. Chachkes: 1.5%

Mr. Turalski: 0.57%

Page 7 of 13 Pages

(c) Number of shares as to which each such person has

(i) sole power to vote or to direct the vote:

Mr. Edelman: 1,651,828

Mr. Cho: 0

Mr. Chachkes: 0

Mr. Turalski: 0

(ii) shared power to vote or to direct the vote:

Mr. Edelman: 0

Mr. Cho: 0

Mr. Chachkes: 0

Mr. Turalski: 0

(iii) sole power to dispose or to direct the disposition of:

Mr. Edelman: 1,095,828

Mr. Cho: 0

Mr. Chachkes: 0

Mr. Turalski: 0

(iv) shared power to dispose or to direct the disposition of:

Mr. Edelman: 556,000

Mr. Cho: 16,000

Mr. Chachkes: 390,000

Mr. Turalski: 150,000

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check

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the following |_|

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

As referred to in Item 4, other persons have the right to receive and the power to direct the receipt of dividends from, and the proceeds from the sale of, certain of the shares reported herein. In this regard, Master Fund has the right to receive and the power to direct the receipt of dividends from, and the proceeds from the sale of, the shares reported herein that are held through the Master Fund.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

See Exhibit B.

Page 8 of 13 Pages

Item 8. Identification and Classification of Members of the Group.

See Exhibit C.

Item 9. Notice of Dissolution of Group.

Not applicable.

Page 9 of 13 Pages

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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.

Date: October 21, 2005

/s/ Andrew Sankin, as attorney in fact

Joseph Edelman

/s/ Larry Chachkes

Larry Chachkes

/s/ Michael Cho

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Michael Cho

/s/ Thomas Turlaski

Thomas Turlaski

Attention: Intentional misstatements or omissions of fact constitute
Federal criminal violations (see 18 U.S.C. 1001).

Page 10 of 13 Pages

EXHIBIT A

AGREEMENT

JOINT FILING OF SCHEDULE 13G

The undersigned hereby agree jointly to prepare and file with regulatory
authorities a Schedule 13G and any amendments thereto reporting each of the
undersigned's ownership of securities of BioCyst Pharmaceuticals, Inc. and
hereby affirm that such Schedule 13G is being filed on behalf of each of the
undersigned.

Date: October 21, 2005

/s/ Andrew Sankin, as attorney in fact

Joseph Edelman

/s/ Larry Chachkes

Larry Chachkes

/s/ Michael Cho

Michael Cho

/s/ Thomas Turlaski

Thomas Turlaski

Page 11 of 13 Pages

EXHIBIT B

As discussed in Item 4(a) certain shares reported herein are held through
Perceptive Life Sciences Master Fund Ltd., a Cayman Islands company, of which
Joseph Edelman is the managing member of the fund's investment manager.

Page 12 of 13 Pages

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EXHIBIT C

Joseph Edelman, Larry Chachkes, Michael Cho and Thomas Turlaski may be deemed to constitute a group for purposes of Section 13(d)(3) of the Securities Act of 1934.

Page 13 of 13 Pages