

Edgar Filing: ORASURE TECHNOLOGIES INC - Form SC 13G/A

ORASURE TECHNOLOGIES INC
Form SC 13G/A
February 07, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0145
Expires: December 31, 2005
Estimated average burden
hours per response.....11

SCHEDULE 13G

Under the Securities and Exchange Act of 1934

(Amendment No.2)*

ORASURE TECHNOLOGIES, INC.

(Name of Issuer)

Common Stock, \$.000001 par value

(Title of Class of Securities)

68554V 10 8

(CUSIP Number)

December 31, 2002

(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 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 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

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Notes).

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Page 2 of 15 Pages

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

HealthCare Ventures V, L.P.

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

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5. SOLE VOTING POWER
SHARES

BENEFICIALLY 6. SHARED VOTING POWER
OWNED BY 2,933,207

EACH 7. SOLE DISPOSITIVE POWER
REPORTING

PERSON 8. SHARED DISPOSITIVE POWER
WITH 2,933,207

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,933,207

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
7.81%

12. TYPE OF REPORTING PERSON*

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PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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

HealthCare Partners V, L.P.

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

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

- | | |
|--------------|-----------------------------|
| NUMBER OF | 5. SOLE VOTING POWER |
| SHARES | |
| BENEFICIALLY | 6. SHARED VOTING POWER |
| OWNED BY | 2,933,207 |
| EACH | 7. SOLE DISPOSITIVE POWER |
| REPORTING | |
| PERSON | 8. SHARED DISPOSITIVE POWER |
| WITH | 2,933,207 |

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,933,207

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
7.81%

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12. TYPE OF REPORTING PERSON*

PN

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

James H. Cavanaugh, Ph.D.

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

NUMBER OF 5. SOLE VOTING POWER
SHARES

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 2,933,207

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON 8. SHARED DISPOSITIVE POWER

WITH 2,933,207

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,933,207

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
7.81%

12. TYPE OF REPORTING PERSON*

IN

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

Harold R. Werner

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

NUMBER OF	5.	SOLE VOTING POWER
SHARES		7,944

BENEFICIALLY	6.	SHARED VOTING POWER
OWNED BY		2,933,207

EACH	7.	SOLE DISPOSITIVE POWER
REPORTING		7,944

PERSON	8.	SHARED DISPOSITIVE POWER
WITH		2,933,207

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,941,151

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
7.83%

12. TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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

William Crouse

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

NUMBER OF 5. SOLE VOTING POWER
SHARES 97,111

BENEFICIALLY 6. SHARED VOTING POWER
OWNED BY 2,933,207

EACH 7. SOLE DISPOSITIVE POWER
REPORTING 97,111

PERSON 8. SHARED DISPOSITIVE POWER
WITH 2,933,207

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

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3,030,318

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.07%

12. TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1. NAME OF REPORTING PERSONS

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

John W. Littlechild

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

NUMBER OF 5. SOLE VOTING POWER

SHARES

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 2,933,207

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON 8. SHARED DISPOSITIVE POWER

WITH 2,933,207

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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,933,207

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.81%

12. TYPE OF REPORTING PERSON*

IN

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1. NAME OF REPORTING PERSONS

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

Christopher Mirabelli, Ph.D.

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

NUMBER OF 5. SOLE VOTING POWER
SHARES

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 2,933,207

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

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PERSON 8. SHARED DISPOSITIVE POWER

WITH 2,933,207

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,933,207

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.81%

12. TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1. NAME OF REPORTING PERSONS

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

Augustine Lawlor

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

NUMBER OF 5. SOLE VOTING POWER

SHARES

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 2,933,207

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EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON 8. SHARED DISPOSITIVE POWER

WITH 2,933,207

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,933,207

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.81%

12. TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Item 1(a). Name of Issuer:

Orasure Technologies, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

150 Webster Street
Bethlehem, PA 18015

Item 2(a). Name of Person Filing:

HealthCare Ventures V, L.P. ("HCV V"), HealthCare Partners V,
L.P. ("HCP V"), Drs. Cavanaugh and Mirabelli and Messrs.
Werner, Littlechild, Crouse and Lawlor. See attached Exhibit
A, which is a copy of their agreement in writing to file this
statement on behalf of each of them.(1)

Item 2(b). Address of Principal Business Office, or if None, Residence:

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The business address for HCV V, HCP V, Dr. Cavanaugh and Messrs. Werner and Crouse is 44 Nassau Street, Princeton, New Jersey 08542. The business address for Dr. Mirabelli and Messrs. Littlechild and Lawlor is One Kendall Square, Building 300, Cambridge, Massachusetts 02339.

Item 2(c). Citizenship:

HCV V, and HCP V are limited partnerships organized under the laws of the State of Delaware. Drs. Cavanaugh and Mirabelli and Messrs. Werner, Littlechild, Crouse and Lawlor are each United States citizens.

Item 2(d). Title of Class of Securities:

Common Stock par value \$.000001 (the "Shares")

- (1) Drs. Cavanaugh and Mirabelli and Messrs. Werner, Littlechild, Crouse and Lawlor are general partners of HCP V, the general partner of HCV V, the record holder of the Issuer's Common Stock reported hereto.

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Item 2(e). CUSIP Number:

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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: Not Applicable

- (a) Broker or dealer registered under Section 15 of the Exchange Act.
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d) Investment company registered under Section 8 of the Investment Company Act.
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;

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- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

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Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

As of December 31, 2002: HCV V and HCP V beneficially owned 2,933,207 Shares of the Issuer's Common Stock; Drs. Cavanaugh and Mirabelli and Messrs. Littlechild and Lawlor each beneficially owned 2,933,207 Shares; Mr. Crouse beneficially owned 3,030,318 Shares consisting of 2,933,207 Shares of the Issuer's Common Stock and options to purchase 97,111 Shares of the Issuer's Common Stock(2); Mr. Werner beneficially owned 2,941,151 Shares consisting of 2,933,207 of the Issuer's Common Stock and options to purchase 7,944 Shares of the Issuer's Common Stock.

(b) Percent of class:

As of December 31, 2002: the 2,933,207 Shares beneficially owned by HCV V and HCP V constitutes 7.81% of the Shares outstanding; the 2,933,207 Shares beneficially owned by Drs. Cavanaugh and Mirabelli and Messrs. Littlechild and Lawlor constitutes 7.81% of the Shares outstanding; the 3,030,318 Shares beneficially owned by Mr. Crouse constitute 8.07% of the Shares outstanding; and the 2,941,151 Shares beneficially owned by Mr. Werner constitutes 7.83% of the Shares outstanding.

- (2) Does not include options to purchase an additional 30,833 Shares of the Issuer's Common Stock which were granted to Mr. Crouse as a director of the Issuer and which are not currently exercisable within 60 days of 12/31/02. 3,333 of these options become exercisable as to 1,666.66 Shares per month for 2 months beginning on March 17, 2003, and 27,500 of these options become exercisable as to 2,500 shares per month for 11 months beginning on March 30, 2003. (Mr. Crouse is not deemed to beneficially own these Shares at the date of this report.)

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

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

Mr. Crouse has the sole power to vote or direct the vote as to the 97,111 Shares of the Issuer's Common Stock beneficially owned by him.

Mr. Werner has the sole power to vote or direct the vote as to the 7,944 Shares of the Issuer's Common Stock beneficially owned by him.

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

HCV V, HCP V, Drs. Cavanaugh and Mirabelli and Messrs. Werner, Littlechild, Crouse and Lawlor share the power to vote or direct the vote of those Shares owned by HCV V.

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

Mr. Crouse has the sole power to dispose of or to direct the disposition of the 97,111 Shares of the Issuer's Common Stock beneficially owned by him.

Mr. Werner has the sole power to dispose of or to direct the disposition of the 7,944 Shares of the Issuer's Common Stock beneficially owned by him.

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

HCV V, HCP V, Drs. Cavanaugh and Mirabelli and Messrs. Werner, Littlechild, Crouse and Lawlor share the power to dispose of or direct the disposition of those Shares owned by HCV V.

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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 the following [].

Not Applicable

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

Not Applicable.

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

Not Applicable.

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

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certifications.

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.

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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.

February 3, 2003
Princeton, New Jersey

HealthCare Ventures V, L.P.
By: its General Partner, HealthCare Partners V, L.P.

By: /s/ Jeffrey Steinberg

Jeffrey Steinberg, Administrative Partner

February 3, 2003
Princeton, New Jersey

HealthCare Partners V, L.P.

By: /s/ Jeffrey Steinberg

Jeffrey Steinberg, Administrative Partner

February 3, 2003
Princeton, New Jersey

/s/ Jeffrey Steinberg, Attorney-in-Fact

James H. Cavanaugh, Ph.D

February 3, 2003
Princeton, New Jersey

/s/ Jeffrey Steinberg, Attorney-in-Fact

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Harold Werner

February 3, 2003
Princeton, New Jersey

/s/ Jeffrey Steinberg, Attorney-in-Fact

William Crouse

February 3, 2003
Cambridge, Massachusetts

/s/ Jeffrey Steinberg, Attorney-in-Fact

John W. Littlechild

February 3, 2003
Cambridge, Massachusetts

/s/ Jeffrey Steinberg, Attorney-in-Fact

Christopher Mirabelli, Ph.D.

February 3, 2003
Cambridge, Massachusetts

/s/ Jeffrey Steinberg, Attorney-in-Fact

Augustine Lawlor

EXHIBIT A

AGREEMENT

JOINT FILING OF SCHEDULE 13G

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

February 3, 2003
Princeton, New Jersey

HealthCare Ventures V, L.P.

By: its General Partner, HealthCare Partners V, L.P.

By: /s/ Jeffrey Steinberg

Jeffrey Steinberg, Administrative Partner

February 3, 2003
Princeton, New Jersey

HealthCare Partners V, L.P.

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By: /s/ Jeffrey Steinberg

Jeffrey Steinberg, Administrative Partner

February 3, 2003
Princeton, New Jersey

/s/ Jeffrey Steinberg, Attorney-in-Fact

James H. Cavanaugh, Ph.D

February 3, 2003
Princeton, New Jersey

/s/ Jeffrey Steinberg, Attorney-in-Fact

Harold Werner

February 3, 2003
Princeton, New Jersey

/s/ Jeffrey Steinberg, Attorney-in-Fact

William Crouse

February 3, 2003
Cambridge, Massachusetts

/s/ Jeffrey Steinberg, Attorney-in-Fact

John W. Littlechild

February 3, 2003
Cambridge, Massachusetts

/s/ Jeffrey Steinberg, Attorney-in-Fact

Christopher Mirabelli, Ph.D.

February 3, 2003
Cambridge, Massachusetts

/s/ Jeffrey Steinberg, Attorney-in-Fact

Augustine Lawlor

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 for whom copies are to be sent.

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