

BIOLASE, INC
Form 4
February 12, 2014

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
FEINBERG LARRY N

(Last) (First) (Middle)

200 GREENWICH AVENUE

(Street)

GREENWICH, CT 06830

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
BIOLASE, INC [BIOL]

3. Date of Earliest Transaction
(Month/Day/Year)
02/10/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.001 per share	02/10/2014		P		4,000	A	\$ 2.53	979,452	I	See footnote <u>(1)</u> <u>(4)</u>
Common Stock, par value \$0.001 per share	02/10/2014		P		320,000	A	\$ 2.57	1,299,452	I	See footnote <u>(1)</u> <u>(4)</u>
Common Stock, par	02/10/2014		P		18,335	A	\$ 2.53	2,801,939	I	See footnote

value							(2) (4)
\$0.001 per share							
Common Stock, par value \$0.001 per share	02/10/2014	P	1,345,525	A	\$ 2.57	4,147,464	I See footnote (2) (4)
Common Stock, par value \$0.001 per share	02/10/2014	P	2,500	A	\$ 2.53	313,794	I See footnote (3) (4)
Common Stock, par value \$0.001 per share	02/10/2014	P	280,000	A	\$ 2.57	593,794	I See footnote (3) (4)
Common Stock, par value \$0.001 per share	02/11/2014	P	5,300	A	\$ 2.69	1,304,752	I See footnote (1) (4)
Common Stock, par value \$0.001 per share	02/11/2014	P	22,044	A	\$ 2.69	4,169,508	I See footnote (2) (4)
Common Stock, par value \$0.001 per share	02/11/2014	P	2,500	A	\$ 2.69	596,294	I See footnote (3) (4)
Common Stock, par value \$0.001 per share	02/12/2014	P	6,200	A	\$ 2.59	1,310,952	I See footnote (1) (4)
Common Stock, par value \$0.001 per share	02/12/2014	P	25,729	A	\$ 2.59	4,195,237	I See footnote (2) (4)
Common Stock, par value	02/12/2014	P	2,900	A	\$ 2.59	599,194	I See footnote (3) (4)

\$0.001 per
share

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FEINBERG LARRY N 200 GREENWICH AVENUE GREENWICH, CT 06830			X	

Signatures

/s/ Larry N.
Feinberg

02/12/2014

 Date
**Signature of Reporting Person

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).
- (1) These securities are owned by Oracle Ten Fund Master, L.P. ("Ten Fund").
- (2) These securities are owned by Oracle Partners, L.P. ("Partners").
- (3) These securities are owned by Oracle Institutional Partners, L.P. ("Institutional Partners").

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The Reporting Person serves as the managing member of Oracle Associates, LLC, the general partner of Partners and Institutional Partners, and accordingly, may be deemed to be the indirect beneficial owner of the shares beneficially owned by Partners and

- (4) Institutional Partners. Mr. Feinberg is the sole shareholder, director and president of Oracle Investment Management, Inc., which serves as investment manager to Ten Fund, and accordingly, may be deemed to be the beneficial owner of the shares beneficially owned by Ten Fund. Mr. Feinberg disclaims beneficial ownership of all such shares except to the extent of his 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.

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