

BAILEY DOUGLAS G
Form 3
February 04, 2011

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â BAILEY DOUGLAS G		(Month/Day/Year)	ENDOCYTE INC [ECYT]	
(Last)	(First)	(Middle)	02/04/2011	
120 LONG RIDGE ROAD			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
STAMFORD,Â CTÂ 06902			<input checked="" type="checkbox"/> Director	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			<input type="checkbox"/> Officer	<input type="checkbox"/> Form filed by More than One Reporting Person
			(give title below)	(specify below)

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	55,846 ⁽¹⁾	D	Â
Common Stock	83,769 ⁽²⁾	I	By ABV Holding Company 7 LLC ⁽³⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Series C-3 Convertible Preferred Stock	Â (4)	Â (5)	Common Stock	17,451	\$ (4)	D	Â
Series B Convertible Preferred Stock	Â (4)	Â (5)	Common Stock	184,785	\$ (4)	I	By ABV Holding Company 7 LLC (3)
Series C-1 Convertible Preferred Stock	Â (4)	Â (5)	Common Stock	187,126	\$ (4)	I	By ABV Holding Company 7 LLC (3)
Series C-1 Convertible Preferred Stock	Â (4)	Â (5)	Common Stock	137,973	\$ (4)	I	By ABV Holding Company 9 LLC (6)
Series C-2 Convertible Preferred Stock	Â (4)	Â (5)	Common Stock	83,769	\$ (4)	I	By ABV Holding Company 10 LLC (7)
Series C-3 Convertible Preferred Stock	Â (4)	Â (5)	Common Stock	366,490	\$ (4)	I	By ABV Holding Company 12 LLC (8)
Subordinated Convertible Promissory Note	Â (9)	01/07/2012	Common Stock	\$ 1,400,000	\$ (10)	I	By ABV Holding Company 13 LLC (11)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAILEY DOUGLAS G 120 LONG RIDGE ROAD STAMFORD,Â CTÂ 06902	Â X	Â	Â	Â

Signatures

/s/ Douglas G. Bailey
01/31/2011

**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) 29,668 shares held by Douglas G. Bailey are subject to repurchase based on milestones set forth in the Restricted Stock Purchase Agreement dated July 10, 2001 between the Issuer and each of Sanderling Venture Partners V, L.P., Sanderling V Biomedical, L.P., ABV Holding Company 7 LLC, Douglas G. Bailey, and Cincinnati Financial Corporation.
 - (2) 44,502 shares held by ABV Holding Company 7 LLC are subject to repurchase based on milestones set forth in the Restricted Stock Purchase Agreement dated July 10, 2001 between the Issuer and each of Sanderling Venture Partners V, L.P., Sanderling V Biomedical, L.P., ABV Holding Company 7 LLC, Douglas G. Bailey, and Cincinnati Financial Corporation.
 - (3) Douglas G. Bailey is a Managing Member of ABV Holding Company 7 LLC. Mr. Bailey disclaims beneficial ownership of the shares directly held by the entities affiliated with ABV Holding Company except to the extent of his pecuniary interest therein.
 - (4) The reported securities are convertible at any time at the option of the reporting person, but automatically convert into shares of Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering.
 - (5) Not applicable.
 - (6) Douglas G. Bailey is a Managing Member of ABV Holding Company 9 LLC. Mr. Bailey disclaims beneficial ownership of the shares directly held by the entities affiliated with ABV Holding Company except to the extent of his pecuniary interest therein.
 - (7) Douglas G. Bailey is a Managing Member of ABV Holding Company 10 LLC. Mr. Bailey disclaims beneficial ownership of the shares directly held by the entities affiliated with ABV Holding Company except to the extent of his pecuniary interest therein.
 - (8) Douglas G. Bailey is a Managing Member of ABV Holding Company 12 LLC. Mr. Bailey disclaims beneficial ownership of the shares directly held by the entities affiliated with ABV Holding Company except to the extent of his pecuniary interest therein.
 - (9) The outstanding principal amount of the reported securities and all accrued and unpaid interest automatically convert upon the closing of the Issuer's initial public offering.
 - (10) 85% of the original issue price of the shares of the Issuer's initial public offering.
 - (11) Douglas G. Bailey is a Managing Member of ABV Holding Company 13 LLC. Mr. Bailey disclaims beneficial ownership of the shares directly held by the entities affiliated with ABV Holding Company 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.