

Edgar Filing: LA JOLLA PHARMACEUTICAL CO - Form SC 13G

LA JOLLA PHARMACEUTICAL CO  
Form SC 13G  
February 13, 2002

-----  
OMB APPROVAL  
-----

OMB Number: 3235-0145  
Expires: August 31, 1999  
Estimated average burden  
hours per response...14.90  
-----

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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(RULE 13D-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED  
PURSUANT TO RULE 13D-1(B), (C) AND (D) AND AMENDMENTS THERETO  
FILED PURSUANT TO RULE 13D-2(B)

(AMENDMENT NO. \_\_\_\_\_)\*

La Jolla Pharmaceuticals

-----  
(Name of Issuer)

Common Stock, \$0.01 par value

-----  
(Title of Class of Securities)

503459109

-----  
(CUSIP Number)

February 9, 2001

-----  
(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 ("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).

Edgar Filing: LA JOLLA PHARMACEUTICAL CO - Form SC 13G

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 CONTROL NUMBER.

SEC 1745 (3-98)

Page 1 of 10 pages

SCHEDULE 13G

ISSUER: La Jolla Pharmaceuticals

CUSIP NO.: 503459109

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

J.P. Morgan Partners (BHCA), L.P. (formerly known as Chase Equity Associates, L.P.)  
13-3371826

2. Check the Appropriate Box if a Member of a Group (See Instructions)

- (a) .....
(b) .....

3. SEC Use Only .....

4. Citizenship or Place of Organization Delaware

Table with 4 columns: Description, Item Number, Power Type, and Amount. Rows include: 5. Sole Voting Power (2,055,000), 6. Shared Voting Power, 7. Sole Dispositive Power (2,055,000), 8. Shared Dispositive Power.

9. Aggregate Amount Beneficially Owned by Each Reporting Person 2,055,000

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) .....

11. Percent of Class Represented by Amount in Row (9) 5.8%

12. Type of Reporting Person (See Instructions) .....

PN
.....
.....
.....

Edgar Filing: LA JOLLA PHARMACEUTICAL CO - Form SC 13G

.....  
.....  
.....

SEC 1745 (3-98)

Page 2 of 10 pages

SCHEDULE 13G

ISSUER: La Jolla Pharmaceuticals

CUSIP NO.: 503459109

ITEM 1.

(A) NAME OF ISSUER:

La Jolla Pharmaceuticals

(B) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

6455 Nancy Ridge Drive  
San Diego, California 92121

ITEM 2.

(A) NAME OF PERSON FILING:

J.P. Morgan Partners (BHCA), L.P.

Supplemental information relating to the ownership and control of the person filing this statement is included in Exhibit 2(a) attached hereto.

(B) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

1221 Avenue of the Americas  
New York, New York 10020

(C) CITIZENSHIP:

Delaware

(D) TITLE OF CLASS OF SECURITIES (OF ISSUER):

Common Stock, par value \$0.01 per share

(E) CUSIP NUMBER:

503459109

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SS.SS.240.13D-1(B) OR 240.13D-2(B) OR (C), CHECK WHETHER THE PERSON FILING IS A:

Not applicable.

ITEM 4. OWNERSHIP

Edgar Filing: LA JOLLA PHARMACEUTICAL CO - Form SC 13G

- (A) AMOUNT BENEFICIALLY OWNED:  
2,055,000
- (B) PERCENT OF CLASS:  
5.8% (as of December 31, 2001).

SEC 1745 (3-98)

Page 3 of 10 pages

SCHEDULE 13G

ISSUER: La Jolla Pharmaceuticals

CUSIP NO.: 503459109

- (C) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:
- (i) Sole power to vote or to direct the vote: 2,055,000 shares of Common Stock.
  - (ii) Shared power to vote or to direct the vote: Not applicable.
  - (iii) Sole power to dispose or to direct the disposition of: 2,055,000 shares of Common Stock
  - (iv) Shared power to dispose or to direct the disposition of: Not applicable.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

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

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATION

(a) Not applicable.

(b) 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

Edgar Filing: LA JOLLA PHARMACEUTICAL CO - Form SC 13G

in connection with or as a participant in any transaction having that purpose or effect.

SEC 1745 (3-98)

Page 4 of 10 pages

SCHEDULE 13G

ISSUER: La Jolla Pharmaceuticals

CUSIP NO.: 503459109

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: February \_\_\_\_\_, 2002  
-----

J.P. MORGAN PARTNERS (BHCA), L.P.

By: JPMP Master Fund Manager, L.P.,  
its General Partner

By: JPMP Capital Corp.,  
its General Partner

By: /s/ JEFFREY C. WALKER

-----  
Name: Jeffrey C. Walker  
Title: President

SEC 1745 (3-98)

Page 5 of 10 pages

SCHEDULE 13G

ISSUER: La Jolla Pharmaceuticals

CUSIP NO.: 503459109

EXHIBIT 2(A)

This statement is being filed by J.P. Morgan Partners (BHCA), L.P. (formerly known as Chase Equity Associates, L.P.), a Delaware limited partnership (hereinafter referred to as "JPMP (BHCA)"), whose principal business office is located at 1221 Avenue of the Americas, New York, New York 10020. JPMP (BHCA) is engaged in the venture capital and leveraged buyout business. The general partner of JPMP (BHCA) is JPMP Master Fund Manager, L.P. (formerly known as Chase Capital Partners, a New York general partnership), a Delaware limited partnership (hereinafter referred to as "JPMP Master Fund"), whose principal business office is located at the same address as JPMP (BHCA), and is also directly or indirectly (through affiliates) engaged in the venture capital and leveraged buyout business. The general partner of JPMP Master Fund is JPMP Capital Corp. (formerly known as Chase Capital Corporation), a New York corporation (hereinafter referred to as "JPMP Capital Corp."), whose principal



Edgar Filing: LA JOLLA PHARMACEUTICAL CO - Form SC 13G

Managing Director	Timothy J. Walsh*
Managing Director	Richard D. Waters, Jr. *
Managing Director	Damion E. Wicker, M.D.*
Managing Director	Eric R. Wilkinson*
Senior Vice President	Marcia Bateson*
Senior Vice President and Assistant Secretary	Mounir Nahas*
Senior Vice President and Assistant Secretary	Stephen Skoczylas*
Senior Vice President, Treasurer and Assistant Secretary	Elisa R. Stein*
Vice President and Assistant Secretary	Jeffrey Glatt*
Vice President and Assistant Secretary	Puneet Gulati*
Vice President and Assistant Secretary	Sandra King*
Vice President and Assistant Secretary	Scott Kraemer*
Secretary	Anthony J. Horan**
Assistant Secretary	Robert C. Carroll**
Assistant Secretary	Denise G. Connors**

-----  
(1) Each of whom is a United States citizen except for Messrs. Britts, Irigoien, and Soghikian.

\* Principal occupation is employee and/or officer of J.P. Morgan Partners, LLC. Business address is c/o J.P. Morgan Partners, LLC, 1221 Avenue of the Americas, New York, New York 10020.

\*\* Principal occupation is employee or officer of J.P. Morgan Chase & Co. Business address is c/o J.P. Morgan Chase & Co., 270 Park Avenue, New York, New York 10017.

SEC 1745 (3-98)

Page 7 of 10 pages

SCHEDULE 13G

ISSUER: La Jolla Pharmaceuticals

CUSIP NO.: 503459109

DIRECTORS (1)

William B. Harrison\*\*  
Jeffrey C. Walker\*

-----  
(1) Each of whom is a United States citizen except for Messrs. Britts, Irigoien, and Soghikian.

\* Principal occupation is employee and/or officer of J.P. Morgan Partners, LLC. Business address is c/o J.P. Morgan Partners, LLC, 1221 Avenue of the Americas, New York, New York 10020.

\*\* Principal occupation is employee or officer of J.P. Morgan Chase & Co. Business address is c/o J.P. Morgan Chase & Co., 270 Park Avenue, New York, New York 10017.

SEC 1745 (3-98)

Page 8 of 10 pages

Edgar Filing: LA JOLLA PHARMACEUTICAL CO - Form SC 13G

SCHEDULE 13G

ISSUER: La Jolla Pharmaceuticals

CUSIP NO.: 503459109

SCHEDULE B

J.P. MORGAN CHASE & CO.

EXECUTIVE OFFICERS(1)

Chairman of the Board and Chief Executive Officer	William B. Harrison Jr
Vice Chairman; Co-Chief Executive Officer, Investment Bank	Geoffrey T. Boisi *
Vice Chairman; Head of Retail and Middle Market, Financial Services and Management and Private Banking	David A. Coulter*
Director of Human Resources	John J. Farrell*
Vice Chairman; Chairman, Investment Bank	Walter A. Gubert*
Vice Chairman	Thomas B. Ketchum*
Director of Corporate Marketing and Communications	Frederick W. Hill*
Vice Chairman; Co-Chief Executive Officer, Investment Bank	Donald H. Layton*
Vice Chairman	James B. Lee Jr. *
General Counsel	William H. McDavid*
Vice Chairman; Head of Finance, Risk Management and Administration	Marc J. Shapiro*
Vice Chairman	Jeffrey C. Walker**
Executive Vice President; General Auditor	William J. Moran*
Chief Financial Officer	Dina Dublon*
Executive Vice President; Head of Market Risk Management	Lesley Daniels Webster
Managing Director; Corporate Treasurer	David B. Edelson*
Managing Director; Head of Credit Risk Policy	Suzanne Hammett*
Corporate Secretary	Anthony James Horan*
Senior Vice President; Chief Compliance Officer	Gregory S. Meredith*
Contoller	Joseph L. Scalfani*
Assistant Corporate Secretary	James C. Berry*

DIRECTORS(1)

NAME	PRINCIPAL OCCUPATION OR EMPLOYMENT; BUSINESS OR RESIDENCE ADDRESS
Hans W. Becherer	Retired Chairman of the Board and Chief Executive Officer Deere & Company One John Deere Place Moline, IL 61265
Riley P. Bechtel	Chairman and Chief Executive Officer Bechtel Group, Inc. P.O. Box 193965 San Francisco, CA 94119-3965
Frank A. Bennack, Jr.	President and Chief Executive Officer The Hearst Corporation 959 Eighth Avenue New York, New York 10019

(1) Each of whom is a United States citizen.

Edgar Filing: LA JOLLA PHARMACEUTICAL CO - Form SC 13G

- \* Principal occupation is employee or officer of J.P. Morgan Chase & Co. Business address is c/o J.P. Morgan Chase & Co., 270 Park Avenue, New York, New York 10017.
- \*\* Principal occupation is employee and/or officer of J.P. Morgan Partners, LLC. Business address is c/o J.P. Morgan Partners, LLC, 1221 Avenue of the Americas, New York New York 10020.

SEC 1745 (3-98)

Page 9 of 10 pages

SCHEDULE 13G

ISSUER: La Jolla Pharmaceuticals

CUSIP NO.: 503459109

NAME	PRINCIPAL OCCUPATION OR EMPLOYMENT; BUSINESS OR RESIDENCE ADDRESS
Lawrence A. Bossidy	Chairman of the Board Honeywell International .O. Box 3000 Morristown, NJ 07962-2245
M. Anthony Burns	Chairman of the Board Ryder System, Inc. 3600 N.W. 82nd Avenue Miami, Florida 33166
H. Laurence Fuller	Retired Co-Chairman BP Amoco p.l.c. 1111 Warrenville Road, Suite 25 Chicago, Illinois 60563
Ellen V. Futter	President and Trustee American Museum of Natural History Central Park West at 79th Street New York, NY 10024
William H. Gray, III	President and Chief Executive Officer The College Fund/UNCF 9860 Willow Oaks Corporate Drive P.O. Box 10444 Fairfax, Virginia 22031
William B. Harrison, Jr.	Chairman of the Board and Chief Executive Officer J.P. Morgan Chase & Co. 270 Park Avenue, 8th Floor New York, New York 10017-2070
Helene L. Kaplan	Of Counsel Skadden, Arps, Slate, Meagher & Flom LLP Four Times Square New York, New York 10036
Lee R. Raymond	Chairman of the Board and Chief Executive Officer Exxon Mobil Corporation 5959 Las Colinas Boulevard Irving, TX 75039-2298

Edgar Filing: LA JOLLA PHARMACEUTICAL CO - Form SC 13G

---

John R. Stafford                      Chairman of the Board  
American Home Products Corporation  
5 Giralda Farms  
Madison, New Jersey 07940

---

Lloyd D. Ward                        Chief Executive Officer  
U.S. Olympic Committee  
One Olympic Plaza  
Colorado Springs, CO 80909

---

Marina v.N. Whitman                Professor of Business Administration and Public Policy  
The University of Michigan  
School of Public Policy  
411 Lorch Hall, 611 Tappan Street  
Ann Arbor, MI 48109-1220

---

SEC 1745 (3-98)

Page 10 of 10 pages