

Edgar Filing: THERASENSE INC - Form SC 13G

THERASENSE INC  
Form SC 13G  
February 11, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

-----

SCHEDULE 13G  
(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. \_\_)

THERASENSE, INC.

-----

(Name of Issuer)

COMMON STOCK

-----

(Title of Class of Securities)

883381105

-----

(CUSIP Number)

12/31/01

-----

(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)

CUSIP No. 883381105

SCHEDULE 13G

Page 2 of 16 Pages

1 NAME OF REPORTING PERSONS  
 SEQUOIA CAPITAL VII, A CALIFORNIA LIMITED PARTNERSHIP  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
 94-3240153

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
 California

Edgar Filing: THERASENSE INC - Form SC 13G

5 SOLE VOTING POWER  
0

---

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER  
1,618,421

7 SOLE DISPOSITIVE POWER  
0

8 SHARED DISPOSITIVE POWER  
1,618,421

---

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,618,421

---

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

---

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
4.1%

---

12 TYPE OF REPORTING PERSON\*  
PN

CUSIP No. 883381105 SCHEDULE 13G Page 3 of 16 Pages

---

1 NAME OF REPORTING PERSONS  
SEQUOIA TECHNOLOGY PARTNERS VII, A CALIFORNIA LIMITED PARTNERSHIP  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
77-0428059

---

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

---

3 SEC USE ONLY

---

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
California

---

5 SOLE VOTING POWER  
0

---

NUMBER OF SHARES BENEFICIALLY OWNED BY

6 SHARED VOTING POWER  
78,947

Edgar Filing: THERASENSE INC - Form SC 13G

EACH REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER  
0  
-----  
8 SHARED DISPOSITIVE POWER  
78,947

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
78,947

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.2%

12 TYPE OF REPORTING PERSON\*  
PN

CUSIP No. 883381105 SCHEDULE 13G Page 4 of 16 Pages

1 NAME OF REPORTING PERSONS  
SEQUOIA INTERNATIONAL PARTNERS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
94-3260980

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
California

5 SOLE VOTING POWER  
0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 6 SHARED VOTING POWER  
44,856

7 SOLE DISPOSITIVE POWER  
0

8 SHARED DISPOSITIVE POWER  
44,856

Edgar Filing: THERASENSE INC - Form SC 13G

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

44,856

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

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

0.1%

12 TYPE OF REPORTING PERSON\*

PN

CUSIP No. 883381105

SCHEDULE 13G

Page 5 of 16 Pages

1 NAME OF REPORTING PERSONS

SC VII MANAGEMENT-A, LLC

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

94-3240154

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

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

California

5 SOLE VOTING POWER

0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER

1,742,224

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

1,742,224

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,742,224

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

Edgar Filing: THERASENSE INC - Form SC 13G

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

4.4%

12 TYPE OF REPORTING PERSON\*

OO

CUSIP No. 883381105

SCHEDULE 13G

Page 6 of 16 Pages

1 NAME OF REPORTING PERSONS

SEQUOIA CAPITAL FRANCHISE FUND

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

94-3324307

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

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

5 SOLE VOTING POWER

0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER

517,647

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

517,647

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

517,647

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

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

1.3%

12 TYPE OF REPORTING PERSON\*

PN

Edgar Filing: THERASENSE INC - Form SC 13G

CUSIP No. 883381105

SCHEDULE 13G

Page 7 of 16 Pages

1 NAME OF REPORTING PERSONS  
SEQUOIA CAPITAL FRANCHISE PARTNERS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
94-3330616

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

(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

5 SOLE VOTING POWER

0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER

70,588

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

70,588

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

70,588

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

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

0.2%

12 TYPE OF REPORTING PERSON\*

PN

CUSIP No. 883381105

SCHEDULE 13G

Page 8 of 16 Pages

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

Edgar Filing: THERASENSE INC - Form SC 13G

94-3324306

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) |\_ | (b) |X |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

5 SOLE VOTING POWER

0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER

588,235

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

588,235

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

588,235

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\*

OO

CUSIP No. 883381105

SCHEDULE 13G

Page 9 of 16 Pages

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

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) |\_ | (b) |X |

3 SEC USE ONLY

Edgar Filing: THERASENSE INC - Form SC 13G

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5 SOLE VOTING POWER

0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER

2,330,459

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

2,330,459

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,330,459

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

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

5.9%

12 TYPE OF REPORTING PERSON\*

IN

CUSIP No. 883381105

SCHEDULE 13G

Page 10 of 16 Pages

1 NAME OF REPORTING PERSONS

DOUGLAS LEONE

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

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

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5 SOLE VOTING POWER



Edgar Filing: THERASENSE INC - Form SC 13G

0

---

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER

2,330,459

---

7 SOLE DISPOSITIVE POWER

0

---

8 SHARED DISPOSITIVE POWER

2,330,459

---

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,330,459

---

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

---

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

5.9%

---

12 TYPE OF REPORTING PERSON\*

IN

---

CUSIP No. 883381105

SCHEDULE 13G

Page 11 of 16 Pages

---

1 NAME OF REPORTING PERSONS

MARK STEVENS

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

---

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

(a)

(b)

---

3 SEC USE ONLY

---

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

---

5 SOLE VOTING POWER

0

---

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER

2,330,459

---

7 SOLE DISPOSITIVE POWER

Edgar Filing: THERASENSE INC - Form SC 13G

PERSON WITH 0  
 -----  
 8 SHARED DISPOSITIVE POWER  
 2,330,459  
 -----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 2,330,459  
 -----

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
 -----  
 |\_ |

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
 5.9%  
 -----

12 TYPE OF REPORTING PERSON\*  
 IN  
 -----

CUSIP No. 883381105 SCHEDULE 13G Page 12 of 16 Pages  
 -----

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

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
 -----  
 (a) |\_ |  
 (b) |X |

3 SEC USE ONLY  
 -----

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
 USA  
 -----

5 SOLE VOTING POWER  
 0  
 -----

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 6 SHARED VOTING POWER  
 2,330,459  
 -----

7 SOLE DISPOSITIVE POWER  
 0  
 -----

8 SHARED DISPOSITIVE POWER  
 2,330,459  
 -----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Edgar Filing: THERASENSE INC - Form SC 13G

2,330,459

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

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

5.9%

12 TYPE OF REPORTING PERSON\*

IN

CUSIP No. 883381105

SCHEDULE 13G

Page 13 of 16 Pages

1 NAME OF REPORTING PERSONS

MICHAEL GOGUEN

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

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

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5 SOLE VOTING POWER

0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER

588,235

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

588,235

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

588,235

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

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

Edgar Filing: THERASENSE INC - Form SC 13G

1.5%

12 TYPE OF REPORTING PERSON\*

IN

CUSIP No. 883381105

SCHEDULE 13G

Page 14 of 16 Pages

ITEM 1.

- (a) Name of Issuer: Therasense, Inc.
- (b) Address of Issuer's Principal Executive Offices:

1360 South Loop Road  
Alameda, CA 94502

ITEM 2.

- (a) Name of Persons Filing:

Sequoia Capital VII ("SC VII")  
SC VII Management-A, LLC  
Sequoia Technology Partners VII ("STP VII")  
Sequoia International Partners ("SIP")  
Sequoia Capital Franchise Fund ("SCFF")  
Sequoia Capital Franchise Partners ("SCFP")  
SCFF Management, LLC  
Michael Moritz ("MM")  
Douglas Leone ("DL")  
Mark Stevens ("MS")  
Thomas F. Stephenson ("TFS")  
Michael Goguen ("MG")

SC VII Management-A, LLC is the General Partner of SC VII, STP VII and SIP. MM, DL, MS and TFS are Managing Members of SC VII Management-A, LLC. SCFF Management, LLC is the General Partner of SCFF and SCFP. MM, DL, MS, TFS and MG are Managing Members of SCFF Management, LLC.

- (b) Address of Principal Business Office or, if none, Residence:

3000 Sand Hill Road, 4-180  
Menlo Park, CA 94025

- (c) Citizenship: MM, DL, MS, TFS, MG: USA  
SC VII Management-A LLC, SC VII, STP VII, SIP: California  
SCFF Management LLC, SCFF, SCFP: Delaware

- (d) Title of Class of Securities: Common

- (e) CUSIP Number: 883381105

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

NOT APPLICABLE

Edgar Filing: THERASENSE INC - Form SC 13G

-----  
CUSIP No. 883381105  
-----

-----  
SCHEDULE 13G  
-----

-----  
Page 15 of 16 Pages  
-----

ITEM 4. Ownership

SEE ROWS 5 THROUGH 11 OF COVER PAGES

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. [ ]

Instruction. Dissolution of a group requires a response to this item..

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

(The following certification shall be included if the statement is filed pursuant to Rule 13d-1(b):)

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

-----  
CUSIP No. 883381105  
-----

-----  
SCHEDULE 13G  
-----

-----  
Page 16 of 16 Pages  
-----

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.

Dated: February 7, 2002

Sequoia Capital VII  
Sequoia Technology Partners VII  
Sequoia International Partners

Sequoia Capital Franchise Fund  
Sequoia Capital Franchise Partners

Edgar Filing: THERASENSE INC - Form SC 13G

By: SC VII Management-A, LLC  
A California Limited  
Liability Company  
General Partner of Each

By: SCFF Management, LLC  
A Delaware Limited  
Liability Company  
General Partner of Each

By: Managing Members

By: Managing Members

-----  
Michael Moritz

-----  
Michael Moritz

-----  
Douglas Leone

-----  
Douglas Leone

-----  
Mark Stevens

-----  
Mark Stevens

-----  
Thomas F. Stephenson

-----  
Thomas F. Stephenson

-----  
Michael Goguen