

Edgar Filing: BIOMARIN PHARMACEUTICAL INC - Form SC 13G

BIOMARIN PHARMACEUTICAL INC
Form SC 13G
February 14, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO 13d-2(b)

BIOMARIN PHARMACEUTICAL INC.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

09061G 10 1

(CUSIP Number)

December 31, 2000

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the one pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

/1/ The remainder of this cover page shall be filled out for a reporting person's initial filing on this 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 (the "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).

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CUSIP NO. 09061G 10 1

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Page 2 of 17 Pages

1 NAME OF REPORTING PERSON
S. S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

MPM Capital L.P.

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

5 SOLE VOTING POWER
NUMBER OF 2,810,787 (1)
SHARES

6 SHARED VOTING POWER
BENEFICIALLY OWNED BY None

7 SOLE DISPOSITIVE POWER
EACH 2,810,787 (1)
REPORTING PERSON

8 SHARED DISPOSITIVE POWER
WITH None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,810,787 (1)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
7.65%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

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PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Page 3 of 17 Pages

1 NAME OF REPORTING PERSON
S. S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

BB BioVentures L.P.

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

5 SOLE VOTING POWER
NUMBER OF 2,810,787 (1)
SHARES

6 SHARED VOTING POWER
BENEFICIALLY OWNED BY None

7 SOLE DISPOSITIVE POWER
EACH 2,810,787 (1)
REPORTING PERSON

8 SHARED DISPOSITIVE POWER
WITH None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,810,787 (1)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

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

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7.65%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

PN

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Page 4 of 17 Pages

1 NAME OF REPORTING PERSON
S. S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

BAB BioVentures, LP

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

5 SOLE VOTING POWER
NUMBER OF
SHARES 2,810,787 (1)

6 SHARED VOTING POWER
BENEFICIALLY OWNED BY
EACH 8 None

7 SOLE DISPOSITIVE POWER
REPORTING PERSON 2,810,787 (1)

8 SHARED DISPOSITIVE POWER
WITH 8 None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,810,787 (1)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

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PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11

7.65%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12

PN

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NAME OF REPORTING PERSON

1 S. S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

MPM BioVentures Parallel Fund, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

NUMBER OF

2,810,787 (1)

SHARES

SHARED VOTING POWER

BENEFICIALLY

6

OWNED BY

None

SOLE DISPOSITIVE POWER

EACH

7

REPORTING

2,810,787 (1)

PERSON

SHARED DISPOSITIVE POWER

WITH

8

None

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

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2,810,787 (1)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

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

7.65%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Page 6 of 17 Pages

1 NAME OF REPORTING PERSON
S. S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

BAB BioVentures, N.V.

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

Netherlands Antilles

	5	SOLE VOTING POWER
NUMBER OF		
SHARES		2,810,787 (1)
	6	SHARED VOTING POWER
BENEFICIALLY		
OWNED BY		None
	7	SOLE DISPOSITIVE POWER
EACH		
REPORTING		2,810,787 (1)
PERSON		

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SHARED DISPOSITIVE POWER
WITH 8
None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,810,787 (1)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
7.65%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Page 7 of 17 Pages

1 NAME OF REPORTING PERSON
S. S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

MPM BioVentures I LP

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

5 SOLE VOTING POWER
NUMBER OF 2,810,787 (1)
SHARES

6 SHARED VOTING POWER
BENEFICIALLY OWNED BY None

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BENEFICIALLY 6 SHARED VOTING POWER

OWNED BY None

EACH 7 SOLE DISPOSITIVE POWER
REPORTING 2,810,787 (1)

PERSON 8 SHARED DISPOSITIVE POWER
WITH None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,810,787 (1)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

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

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
S. S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

MPM Asset Management LLC

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

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5
NUMBER OF
SHARES
2,810,787 (1)

BENEFICIALLY 6 SHARED VOTING POWER
OWNED BY None

EACH 7 SOLE DISPOSITIVE POWER
REPORTING 2,810,787 (1)
PERSON

WITH 8 SHARED DISPOSITIVE POWER
None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,810,787 (1)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
7.65%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
OO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
S. S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Medical Portfolio Management, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)
(b)

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CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

NUMBER OF

2,810,787 (1)

SHARES

SHARED VOTING POWER

BENEFICIALLY

6

OWNED BY

None

EACH

SOLE DISPOSITIVE POWER

REPORTING

7

2,810,787 (1)

PERSON

SHARED DISPOSITIVE POWER

WITH

8

None

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

2,810,787 (1)

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

10

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12

OO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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NAME OF REPORTING PERSON

1

S. S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

MPM Asset Management Investors 1998 LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

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3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

NUMBER OF

2,810,787 (1)

SHARES

SHARED VOTING POWER

BENEFICIALLY

6

OWNED BY

None

EACH

SOLE DISPOSITIVE POWER

REPORTING

7

2,810,787 (1)

PERSON

SHARED DISPOSITIVE POWER

WITH

8

None

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

2,810,787 (1)

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

10

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11

7.65%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12

OO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

STATEMENT ON SCHEDULE 13G

Item 1(a). Name of Issuer:

BioMarin Pharmaceutical Inc.

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

371 Bel Marin Keys Boulevard, Suite 210, Novato, CA 94949

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Item 2(a). Names of Person Filing:

MPM Capital L.P.
BB BioVentures L.P.
BAB BioVentures L.P.
MPM BioVentures Parallel Fund, L.P.
BAB BioVentures, N.V.
MPM BioVentures I LP
MPM BioVentures I LLC
MPM Asset Management LLC
Medical Portfolio Management, LLC
MPM Asset Management 1998 LLC

Item 2(b). Business Mailing Address for the Person Filing:

c/o MPM Capital L.P.
One Cambridge Center, 9th Floor
Cambridge, MA 02142

Item 2(c). Citizenship:

All entities were organized in Delaware, except BAB BioVentures, N.V., which was formed under the laws of the Netherlands Antilles.

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

Common Stock

Item 2(e). CUSIP Number:

09061G 10 1

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

Item 4. Ownership:

(a) Amount Beneficially Owned:

2,810,787 (1)

(b) Percent of Class Owned:

7.65%

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

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

2,810,787 shares of Common Stock (1)

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(ii) shared power to vote or to direct the vote:
None

(iii) sole power to dispose or to direct the disposition of:
2,810,787 shares of Common Stock (1)

(iv) shared power to dispose or to direct the disposition of:
None

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:

Various persons have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the shares to which this statement relates. No one person's interest in such shares is more than five percent of the total outstanding stock of the Issuer.

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:

Not Applicable

(1) Includes shares held through interests in MPM Capital L.P. ("MPM Capital") and in entities directly or indirectly controlled by it. MPM Capital is a direct or indirect parent and/or a control person of MPM Asset Management LLC and funds managed or advised by it, and of the general partners of such funds. Also includes shares held through interests in Medical Portfolio Management LLC, the general partner of MPM Capital. Among the shares included, 2,690,912 shares are held by MPM BioVentures L.P.; 30,083 shares are held by MPM BioVentures Parallel Fund, L.P.; 4,792 shares are held by MPM Asset Management Investors 1998 LLC and 85,000 shares are shares issuable upon the exercise of options held by Ansbert S. Gadicke exercisable within 60 days of December 31, 2000. Among such shares issuable upon the exercise of options held by Dr. Gadicke, 30,000 may also be beneficially owned by BB BioVentures L.P. and MPM BioVentures Parallel Fund, L.P., and 55,000 may also be beneficially owned by MPM Asset Management LLC. Each reporting person herein disclaims beneficial ownership of shares not directly held by such reporting person.

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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.

Dated: February 14, 2001

MPM CAPITAL L.P.

By: Medical Portfolio Management LLC,
its General Partner

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

BB BIOVENTURES L.P.

By: BAB BioVentures L.P.,
its General Partner

By: BAB BioVentures N.V.,
its General Partner

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

BAB BIOVENTURES L.P.

By: BAB BioVentures, N.V.,
its General Partner

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

MPM BIOVENTURES PARALLEL FUND, L.P.

By: MPM BioVentures I LP,
its General Partner

By: MPM BioVentures I LLC,
its General Partner

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

BAB BIOVENTURES, N.V.

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

MPM BIOVENTURES I LP

By: MPM BioVentures I LLC,
its General Partner

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

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MPM BIOVENTURES I LLC

MPM ASSET MANAGEMENT LLC

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

MEDICAL PORTFOLIO MANAGEMENT, LLC

MPM ASSET MANAGEMENT 1998 LLC

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

EXHIBIT A

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the Common Stock of BioMarin Pharmaceutical Inc. and further agree that this agreement be included as an exhibit to such filing. Each party to the agreement expressly authorizes each other party to file on its behalf any and all amendments to such statement. Each party to this agreement agrees that this joint filing agreement may be signed in counterparts.

In evidence whereof, the undersigned have caused this Agreement to be executed on their behalf this ___ day of February, 2001

MPM CAPITAL L.P.

BB BIOVENTURES L.P.

By: Medical Portfolio Management LLC,
its General Partner

By: BAB BioVentures L.P.,
its General Partner

By: BAB BioVentures N.V.,
its General Partner

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

By: /s/ Ansbert S. Gadicke

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Name: Ansbert S. Gadicke
Title: Manager

BAB BIOVENTURES L.P.

By: BAB BioVentures, N.V.,
its General Partner

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

MPM BIOVENTURES PARALLEL FUND, L

By: MPM BioVentures I LP,
its General Partner

By: MPM BioVentures I LLC,
its General Partner

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

BAB BIOVENTURES, N.V.

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

MPM BIOVENTURES I LP

By: MPM BioVentures I LLC,
its General Partner

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

MPM BIOVENTURES I LLC

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

MPM ASSET MANAGEMENT LLC

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

MEDICAL PORTFOLIO MANAGEMENT, LLC

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager

MPM ASSET MANAGEMENT 1998 LLC

By: /s/ Ansbert S. Gadicke

Name: Ansbert S. Gadicke
Title: Manager