

BIOCRYST PHARMACEUTICALS INC

Form 3

April 23, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *Â BAKER BROS ADVISORS
LLC

(Last) (First) (Middle)

667 MADISON AVENUE 21ST
FLOOR

(Street)

NEW YORK,Â NYÂ US 10065

(City) (State) (Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
04/12/20123. Issuer Name **and** Ticker or Trading Symbol

BIOCRYST PHARMACEUTICALS INC [BCRX]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

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

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

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

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)

Common Stock

2. Amount of Securities
Beneficially Owned
(Instr. 4)

0

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

I (1) (2) (3)
(4)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)See footnote (1) (2) (3) (4)

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 Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial
Ownership

Edgar Filing: BIOCRYST PHARMACEUTICALS INC - Form 3

			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date	Expiration Date	Title	Amount or	Derivative	Security:	
	Exercisable			Number of	Security	Direct (D)	
				Shares		or Indirect	
						(I)	
						(Instr. 5)	
Warrants	Â (5)	08/09/2012(5)	Common Stock	0 (1)	\$ 10.25	I	See Footnote (2) (3) (4) (1)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BAKER BROS ADVISORS LLC 667 MADISON AVENUE 21ST FLOOR NEW YORK,Â NYÂ US 10065	Â Â X Â Â

Signatures

BAKER BROS. ADVISORS, LLC, Name: Scott Lessing, Title: President /s/ Scott Lessing

04/23/2012

__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) Baker Bros. Advisors, LLC ("the Adviser") serves as the Investment Adviser to Baker Brothers Life Sciences, L.P. (direct holder of 3,841,124 shares and 1,120,142 shares underlying warrants), 14159, L.P. (direct holder of 120,828 shares and 35,611 shares underlying warrants), 667, L.P. (direct holder of 1,522,015 shares and 424,726 shares underlying warrants), Baker Bros. Investments II, L.P. (direct holder of 28,361 shares and 2,854 shares underlying warrants), Baker Bros. Investments, L.P. (direct the holder of 34,046 shares), and Baker Tisch Investments, L.P. (direct holder of 17,241 shares) ("the Funds"). In connection with the services provided by the Adviser, the Adviser receives an asset-based management fee that does not confer any pecuniary interest.

(2) On April 12, 2012, the Adviser, the Funds, and the general partners of the Funds entered into an amended and restated management agreement which gave the Adviser complete and unlimited discretion and authority with respect to the Funds' investments and voting power over investments. The general partners of the Funds relinquished all discretion and authority with respect to the Funds' investments and voting power over investments.

(3) Julian C. Baker and Felix J. Baker each may be deemed to control the Adviser and to indirectly beneficially own the shares beneficially owned by it. Julian C. Baker and Felix J. Baker disclaim beneficial ownership of these securities, except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that Felix J. Baker or Julian C. Baker is the beneficial owner of the above referenced securities for purposes of Section 16 or for any other purpose.

(4) The securities over which the Adviser is reporting have already been reported by Felix J. Baker and Julian C. Baker in their own Forms 3 and 4. In the future, the Adviser may jointly file Section 16 reports with Julian C. Baker and Felix J. Baker.

(5) Exercisable immediately.

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.