

Edgar Filing: ATHEROGENICS INC - Form SC 13G

ATHEROGENICS INC
Form SC 13G
February 13, 2001

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILES PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2 (b)
(Amendment No.)/1

AtheroGenics, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

047439 10 4

(CUSIP Number)

August 9, 2000

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)

1/ 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 disclosures provided in a prior cover page. The information required on
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 or otherwise
subject to the liabilities of that section of the Act but shall be subject to
all other provisions of the Act.

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1) Name of Reporting Person

Domain Partners

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I.R.S. Identification No. of Above Person (Entities Only) III, L.P.

2) Check the Appropriate Box if a Member of a Group (a) [X] (b) []

3) SEC Use Only

4) Citizenship or Place of Organization Delaware

Number of Shares Beneficially Owned by Each Reporting Person With 5) Sole Voting Power 1,406,884 shares of Common Stock (including shares issuable upon exercise of warrants)

6) Shared Voting Power -0-

7) Sole Dispositive Power 1,406,884 shares of Common Stock (including shares issuable upon exercise of warrants)

8) Shared Dispositive Power -0-

9) Aggregate Amount Beneficially Owned by Each Reporting person 1,406,884 shares of Common Stock (including shares issuable upon exercise of warrants)

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

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11) Percent of Class Represented by Amount in Row (9) 5.9%

12) Type of Reporting Person PN

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1) Name of Reporting Person I.R.S. Identification No. of Above Person (Entities Only) DP III Associates, L.P.

2) Check the Appropriate Box if a Member of a Group (a) [X] (b) []

3) SEC Use Only

4) Citizenship or Place of Organization Delaware

Number of Shares Beneficially Owned by Each Reporting Person With

5) Sole Voting Power 48,673 shares of Common Stock (including shares issuable upon exercise of warrants)

6) Shared Voting Power -0-

7) Sole Dispositive Power 48,673 shares of Common Stock (including shares issuable upon exercise of warrants)

8) Shared Dispositive Power -0-

9) Aggregate Amount Beneficially Owned by Each Reporting person 48,673 shares of Common Stock (including shares issuable upon exercise of warrants)

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

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11) Percent of Class Represented by Amount in Row (9) 0.2%

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12) Type of Reporting
Person

PN

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Schedule 13G

Item 1(a) - Name of Issuer: AtheroGenics, Inc.

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

8995 Westside Parkway
Alpharetta, GA 30004

Item 2(a) - Name of Person Filing:

This statement is being filed by Domain Partners III, L.P.,
a Delaware limited partnership ("Domain III") and DP III
Associates, L.P., a Delaware limited partnership ("DP III A")
(together, the "Reporting Persons").

Item 2(b) - Address of Principal Business Office:

One Palmer Square
Princeton, NJ 08542

Item 2(c) - Place of Organization:

Domain III: Delaware
DP III A: Delaware

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

Common Stock

Item 2(e) - CUSIP Number: 047439 10 4

Item 3 - Statements Filed Pursuant to Rules 13d-1(b) or
13d-2(b):

Not applicable.

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Item 4 - Ownership.

(a) Amount Beneficially Owned:

Domain III: 1,406,884 shares of Common Stock
(including shares issuable upon exercise of

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warrants)

DP III A: 48,673 shares of Common Stock (including shares issuable upon exercise of warrants)

(b) Percent of Class:

Domain III: 5.9%

DP III A: 0.2%

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

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

Domain III: 1,406,884 shares of Common Stock (including shares issuable upon exercise of warrants)

DP III A: 48,673 shares of Common Stock (including shares issuable upon exercise of warrants)

(ii) shared power to vote or to direct the vote:

-0-

(iii) sole power to dispose or to direct the disposition of:

Domain III: 1,406,884 shares of Common Stock (including shares issuable upon exercise of warrants)

DP III A: 48,673 shares of Common Stock (including shares issuable upon exercise of warrants)

(iv) shared power to dispose or to direct the disposition of:

-0-

Item 5 - Ownership of Five Percent or Less of a Class:

Not applicable.

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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 Company:

Not applicable.

Item 8 - Identification and Classification of Members of the Group:

See Exhibit 2.

Item 9 - Notice of Dissolution of Group:

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Not applicable.

Item 10 - Certification:

Not applicable.

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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.

DOMAIN PARTNERS III, L.P.
By: One Palmer Square Associates
III, L.P., General Partner

By /s/ Kathleen K. Schoemaker

General Partner

DP III ASSOCIATES, L.P.
By: One Palmer Square Associates
III, L.P., General Partner

By /s/ Kathleen K. Schoemaker

General Partner

Date: February 9, 2001

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EXHIBIT 1

AGREEMENT OF
DOMAIN PARTNERS III, L.P.
AND
DP III ASSOCIATES, L.P.
PURSUANT TO RULE 13d-1(f)

The undersigned hereby agree that the Information Statement on Schedule 13G to which this Agreement is annexed as Exhibit 1 is filed on behalf of each of them in accordance with the provisions of 13d-1(f) under the Securities Exchange Act of 1934, as amended.

DOMAIN PARTNERS III, L.P.
By: One Palmer Square Associates
III, L.P., General Partner

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By /s/ Kathleen K. Schoemaker

General Partner

DP III ASSOCIATES, L.P.

By: One Palmer Square Associates
III, L.P., General Partner

By /s/ Kathleen K. Schoemaker

General Partner

Date: February 9, 2001

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EXHIBIT 2

Identification and Classification
of Members of the Group

Domain Partners III, L.P. and DP III Associates, L.P. are filing this statement on Schedule 13G as a group.

Domain Partners III, L.P. is a Delaware limited partnership. Its sole general partner is One Palmer Square Associates III, L.P., a Delaware limited partnership.

DP III Associates, L.P. is a Delaware limited partnership. Its sole general partner is One Palmer Square Associates III, L.P., a Delaware limited partnership.