

CATALYST PHARMACEUTICAL PARTNERS, INC.

Form 3

November 13, 2012

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 BIOMARIN

PHARMACEUTICAL INC

(Last)

(First)

(Middle)

105 DIGITAL DRIVE

(Street)

NOVATO,Â CAÂ 94949

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/05/2012

3. Issuer Name **and** Ticker or Trading SymbolCATALYST PHARMACEUTICAL PARTNERS, INC.
[CPRX]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ Other
(give title below) (specify below)6. Individual or Joint/Group
Filing(Check Applicable Line)
X Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)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)Date Exercisable Expiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of
Shares4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

(Instr. 5)

Convertible

Promissory Note and
Note Purchase12/08/2012⁽¹⁾

12/08/2012

Common
Stock

6,666,667

\$ 0.75 ⁽²⁾

D

A

Agreement

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BIOMARIN PHARMACEUTICAL INC 105 DIGITAL DRIVE NOVATO, CA 94949	A	A X	A	A

Signatures

BioMarin Pharmaceutical Inc., By: /s/ G. Eric Davis, Name: G. Eric Davis, Title: Senior Vice President, General Counsel and Secretary

11/12/2012

**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) The Convertible Note will be automatically converted into shares of Common Stock on December 8, 2012 (the "Conversion Date"), which is the 30th day after announcement by Catalyst Pharmaceutical Partners, Inc. (the "Issuer") of top-line data from the Issuer's Phase II(b) clinical trial evaluating the use of CPP-109 (the Issuer's formulation of vigabatrin, a GABA aminotransferase inhibitor) for the treatment of cocaine addiction.

The number of shares issuable upon conversion of the Convertible Note is calculated by dividing the aggregate principal amount of the note, \$5,000,000 by the "Conversion Price" in effect on the Conversion Date. The Conversion Price is the dollar weighted average price of the Common Stock for the 15 business day period prior to the Conversion Date, multiplied by 0.9; provided, however, that the

(2) Conversion price shall not be less than \$0.75 per share or more than \$2.50 per share. Accordingly, the number of shares beneficially owned by BioMarin Pharmaceutical Inc. may fluctuate from time to time based on the underlying trading price and volume of the Issuer's Common Stock. The number of shares reflected in the table were calculated based on the Conversion Price of \$0.75 in effect at the close of trading on November 9, 2012.

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.