

Edgar Filing: DOMAIN PARTNERS III L PET AL - Form SC 13G/A

DOMAIN PARTNERS III L PET AL
Form SC 13G/A
January 31, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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 RULE 13d-2(b)
(Amendment No.)1

AtheroGenics, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

047439 10 4

(CUSIP Number)

December 31, 2001

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)

1The 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
I.R.S. Identification

Domain Partners
III, L.P.

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No. of Above Person
(Entities Only)

-
- 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 | 118,136 shares of Common Stock (including shares issuable upon exercise of warrants) |
| | 6) Shared Voting Power | -0- |
| | 7) Sole Dispositive Power | 118,136 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 118,136 shares of Common Stock (including shares issuable upon exercise of warrants)
-
- 10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
-
- 11) Percent of Class Represented by Amount in Row (9) 0.4%
-
- 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) []

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 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	4,088 shares of Common Stock (including shares issuable upon exercise of warrants)
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6) Shared Voting Power	-0-
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7) Sole Dispositive Power	4,088 shares of Common Stock (including shares issuable upon exercise of warrants)
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8) Shared Dispositive Power	-0-
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9) Aggregate Amount Beneficially Owned by Each Reporting person	4,088 shares of Common Stock (including shares issuable upon exercise of warrants)
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 10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11) Percent of Class Represented by Amount in Row (9)	less than 0.1%
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12) Type of Reporting Person	PN
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 Amendment No. 1 to Schedule 13G (Final Amendment)

Reference is hereby made to the statement on Schedule 13G originally filed with the Securities and Exchange Commission on February 13, 2001 (the "Schedule 13G"). Terms used in the Schedule 13G are used herein as so defined.

The following Items of the Schedule 13G are hereby amended and restated as follows:

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Item 4 - Ownership.

(a) Amount Beneficially Owned:

Domain III: 118,136 shares of Common Stock (including shares issuable upon exercise of warrants)
DP III A: 4,088 shares of Common Stock (including shares issuable upon exercise of warrants)

(b) Percent of Class:

Domain III: 0.4%
DP III A: less than 0.1%

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

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

Domain III: 118,136 shares of Common Stock (including shares issuable upon exercise of warrants)
DP III A: 4,088 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: 118,136 shares of Common Stock (including shares issuable upon exercise of warrants)
DP III A: 4,088 shares of Common Stock (including shares issuable upon exercise of warrants)

(iv) shared power to dispose or to direct the disposition of: -0-

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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 Persons have ceased to be the beneficial owners of more than five percent of the Common Stock, check the following [X].

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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.

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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: January 29, 2002