

BAILEY DOUGLAS G

Form 3

February 04, 2011

**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 \*

BAILEY DOUGLAS G

(Last) (First) (Middle)

120 LONG RIDGE ROAD

(Street)

STAMFORD, CT 06902

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

02/04/2011

3. Issuer Name and Ticker or Trading Symbol  
ENDOCYTE INC [ECYT]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 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)

Common Stock

55,846 <sup>(1)</sup>

D

A

Common Stock

83,769 <sup>(2)</sup>

I

By ABV Holding Company 7  
LLC <sup>(3)</sup>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 Security  
(Instr. 4)4. Conversion  
or Exercise  
Price of5. Ownership  
Form of  
Derivative6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Series C-3 Convertible Preferred Stock	Â <u>(4)</u>	Â <u>(5)</u>	Common Stock	17,451	\$ <u>(4)</u>	D	Â
Series B Convertible Preferred Stock	Â <u>(4)</u>	Â <u>(5)</u>	Common Stock	184,785	\$ <u>(4)</u>	I	By ABV Holding Company 7 LLC <u>(3)</u>
Series C-1 Convertible Preferred Stock	Â <u>(4)</u>	Â <u>(5)</u>	Common Stock	187,126	\$ <u>(4)</u>	I	By ABV Holding Company 7 LLC <u>(3)</u>
Series C-1 Convertible Preferred Stock	Â <u>(4)</u>	Â <u>(5)</u>	Common Stock	137,973	\$ <u>(4)</u>	I	By ABV Holding Company 9 LLC <u>(6)</u>
Series C-2 Convertible Preferred Stock	Â <u>(4)</u>	Â <u>(5)</u>	Common Stock	83,769	\$ <u>(4)</u>	I	By ABV Holding Company 10 LLC <u>(7)</u>
Series C-3 Convertible Preferred Stock	Â <u>(4)</u>	Â <u>(5)</u>	Common Stock	366,490	\$ <u>(4)</u>	I	By ABV Holding Company 12 LLC <u>(8)</u>
Subordinated Convertible Promissory Note	Â <u>(9)</u>	01/07/2012	Common Stock	\$ 1,400,000	\$ <u>(10)</u>	I	By ABV Holding Company 13 LLC <u>(11)</u>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAILEY DOUGLAS G 120 LONG RIDGE ROAD STAMFORD,Â CTÂ 06902	Â X	Â	Â	Â

## Signatures

/s/ Douglas G. Bailey 01/31/2011

\*\*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).
- 29,668 shares held by Douglas G. Bailey are subject to repurchase based on milestones set forth in the Restricted Stock Purchase Agreement dated July 10, 2001 between the Issuer and each of Sanderling Venture Partners V, L.P., Sanderling V Biomedical, L.P., ABV Holding Company 7 LLC, Douglas G. Bailey, and Cincinnati Financial Corporation.
- (1) 44,502 shares held by ABV Holding Company 7 LLC are subject to repurchase based on milestones set forth in the Restricted Stock Purchase Agreement dated July 10, 2001 between the Issuer and each of Sanderling Venture Partners V, L.P., Sanderling V Biomedical, L.P., ABV Holding Company 7 LLC, Douglas G. Bailey, and Cincinnati Financial Corporation.
- (2) Douglas G. Bailey is a Managing Member of ABV Holding Company 7 LLC. Mr. Bailey disclaims beneficial ownership of the shares directly held by the entities affiliated with ABV Holding Company except to the extent of his pecuniary interest therein.
- (3) The reported securities are convertible at any time at the option of the reporting person, but automatically convert into shares of Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering.
- (4) Not applicable.
- (5) Douglas G. Bailey is a Managing Member of ABV Holding Company 9 LLC. Mr. Bailey disclaims beneficial ownership of the shares directly held by the entities affiliated with ABV Holding Company except to the extent of his pecuniary interest therein.
- (6) Douglas G. Bailey is a Managing Member of ABV Holding Company 10 LLC. Mr. Bailey disclaims beneficial ownership of the shares directly held by the entities affiliated with ABV Holding Company except to the extent of his pecuniary interest therein.
- (7) Douglas G. Bailey is a Managing Member of ABV Holding Company 12 LLC. Mr. Bailey disclaims beneficial ownership of the shares directly held by the entities affiliated with ABV Holding Company except to the extent of his pecuniary interest therein.
- (8) The outstanding principal amount of the reported securities and all accrued and unpaid interest automatically convert upon the closing of the Issuer's initial public offering.
- (9) 85% of the original issue price of the shares of the Issuer's initial public offering.
- (10) Douglas G. Bailey is a Managing Member of ABV Holding Company 13 LLC. Mr. Bailey disclaims beneficial ownership of the shares directly held by the entities affiliated with ABV Holding Company except to the extent of his pecuniary interest therein.
- (11)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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