

TRANSGENOMIC INC
Form 3
May 29, 2014

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

OMB APPROVAL

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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)

<p>1. Name and Address of Reporting Person *</p> <p>Â DOUGLAS KEVIN</p> <p>(Last) (First) (Middle)</p> <p>125 E. SIR FRANCIS DRAKE BLVD., STE 400</p> <p>(Street)</p> <p>LARKSPUR, Â CA Â 94939</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/22/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>TRANSGENOMIC INC [TBIO]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below)</p> <p>13(d)(3) group</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
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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	278,332	D <u>(1)</u> <u>(2)</u>	Â
Common Stock	351,666	I <u>(2)</u> <u>(3)</u>	By James Douglas and Jean Douglas Irrevocable Descendants' Trust
Common Stock	153,333	I <u>(2)</u> <u>(4)</u>	By Douglas Family Trust
Common Stock	33,333	I <u>(2)</u> <u>(5)</u>	By James E. Douglas III

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrant (right to buy)	Â (6)	02/07/2017	Common Stock	85,250	\$ 11.73	D (1) (2)	Â
Warrant (right to buy)	Â (6)	02/07/2017	Common Stock	70,332	\$ 11.73	I (2) (3)	By James Douglas and Jean Douglas Irrevocable Descendants' Trust
Warrant (right to buy)	Â (6)	02/07/2017	Common Stock	36,231	\$ 11.73	I (2) (4)	By Douglas Family Trust
Warrant (right to buy)	Â (6)	02/07/2017	Common Stock	21,312	\$ 11.73	I (2) (5)	By James E. Douglas III

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOUGLAS KEVIN 125 E. SIR FRANCIS DRAKE BLVD., STE 400 LARKSPUR, CA 94939	Â	Â X	Â	13(d)(3) group
Douglas Michelle 125 E. SIR FRANCIS DRAKE BLVD., STE 400 LARKSPUR, CA 94939	Â	Â X	Â	13(d)(3) group
DOUGLAS FAMILY TRUST 125 E. SIR FRANCIS DRAKE BLVD., STE 400 LARKSPUR, CA 94939	Â	Â X	Â	13(d)(3) group
JAMES & JEAN DOUGLAS IRREVOCABLE DESCENDANTS TRUST 125 E. SIR FRANCIS DRAKE BLVD., STE 400 LARKSPUR, CA 94939	Â	Â X	Â	13(d)(3) group
DOUGLAS JAMES E III 125 E. SIR FRANCIS DRAKE BLVD., STE 400 LARKSPUR, CA 94939	Â	Â X	Â	13(d)(3) group

Signatures

/s/ Eileen Wheatman, attorney in fact for Kevin Douglas 05/29/2014
**Signature of Reporting Person Date

/s/ Eileen Wheatman, attorney in fact for Michelle Douglas 05/29/2014

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<u> </u> **Signature of Reporting Person	Date
/s/ Eileen Wheatman, attorney in fact for Douglas Family Trust	05/29/2014
<u> </u> **Signature of Reporting Person	Date
/s/ Eileen Wheatman, attorney in fact for James Douglas and Jean Douglas Irrevocable Descendants' Trust	05/29/2014
<u> </u> **Signature of Reporting Person	Date
/s/ Eileen Wheatman, attorney in fact for James E. Douglas III	05/29/2014
<u> </u> **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) These shares are held directly and jointly by Kevin Douglas and his wife, Michelle Douglas.
Each of the reporting persons hereunder (individually, a "Reporting Person" and collectively the "Reporting Persons") may be deemed a member of a "group" within the meaning of Section 13(d)(3) of the Securities and Exchange Act of 1934, as amended (the "Exchange Act") or Rule 13d-5 promulgated under the Exchange Act, with one or more of the other Reporting Persons. Although the Reporting Persons are reporting such securities as if they were members of a "group", the filing of this Form 3 shall not be deemed an admission by any Reporting Person that such Reporting Person is a beneficial owner of any securities other than those directly held by such Reporting Person.
 - (2) These shares are held directly by the James Douglas and Jean Douglas Irrevocable Descendants' Trust and indirectly by Kevin Douglas and Michelle Douglas. Kevin Douglas and Michelle Douglas, husband and wife, are each a co-trustee of the James Douglas and Jean Douglas Irrevocable Descendants' Trust.
 - (3) These shares are held directly by the Douglas Family Trust and indirectly by Kevin Douglas. James E. Douglas, Jr. and Jean A. Douglas, husband and wife, are each a co-trustee of the Douglas Family Trust.
 - (4) These shares are held directly by James E. Douglas, III and indirectly by Kevin Douglas.
 - (5) This warrant is exercisable at any time up to and including the expiration date. The terms of this warrant contain a limitation on conversion which prevents the Reporting Person from converting this warrant into shares without the issuer's prior approval, if, after giving effect to the conversion, the Reporting Person would beneficially own more than 9.99% of the issuer's outstanding shares.

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Remarks:

ExhibitÂ 24.Â Â LimitedÂ PowerÂ ofÂ Attorney

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.