

BIOVERIS CORP
 Form 3
 April 13, 2007

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

OMB APPROVAL
 OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â ROCHE HOLDING LTD | | | (Month/Day/Year) | BIOVERIS CORP [BIOV] | |
| (Last) | (First) | (Middle) | 04/04/2007 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| ROCHE HOLDING, LTD.,Â GRENZACHERSTRASSE | | | | (Check all applicable) | |
| 124 | | | | ___ Director ___X___ 10% Owner | |
| (Street) | | | | ___ Officer ___ Other (give title below) (specify below) | |
| BASEL,Â V8Â CH-4070 | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | | _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) |
|---------------------------------|---|--|---|
| No securities owned | 0 (1) (2) (3) | I (1) (2) (3) | See notes (1) (2) (3) |

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 of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
| | | Title | | | |

Edgar Filing: BIOVERIS CORP - Form 3

| Date Exercisable | Expiration Date | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |
|---------------------|--------------------|----------------------------------|----------|--|
|---------------------|--------------------|----------------------------------|----------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ROCHE HOLDING LTD ROCHE HOLDING, LTD. GRENZACHERSTRASSE 124 BASEL, V8 CH-4070 | Â | Â X | Â | Â |

Signatures

| | |
|---------------------------------|------------|
| /s/ Bruno Maier, Director | 04/13/2007 |
| **Signature of Reporting Person | Date |

| | |
|-----------------------------------|------------|
| /s/ Beat Kraehenmann, Director | 04/13/2007 |
| **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) On April 4, 2007, Roche Holding Ltd ("Roche"), one of its wholly-owned subsidiaries ("Merger Sub") and BioVeris Corporation ("BioVeris") entered into an Agreement and Plan of Merger (the "Merger Agreement"), pursuant to which Merger Sub will merge into BioVeris (the "Merger"), with BioVeris becoming a wholly-owned subsidiary of Roche.

(2) In connection with the execution of the Merger Agreement, on April 4, 2007, Roche entered into an agreement (the "Shareholders Agreement") with Samuel J. Wohlstadter and Nadine Wohlstadter (the "Shareholders"), pursuant to which the Shareholders agreed to vote all of the shares of Common Stock and Series B Preferred Stock beneficially owned by them in favor of the Merger. The Shareholders beneficially own 5,795,914 shares of Common Stock (including 332,000 shares subject to outstanding options), which represents 21% of the outstanding Common Stock, and all 1000 shares of Series B Preferred Stock outstanding.

(3) Although Roche may, by virtue of the Shareholders Agreement, be deemed a beneficial owner pursuant to Section 13(d) of the Securities Exchange Act of 1934 (the "Act") of the shares beneficially owned by the Shareholders, Roche has no interest in such shares. Pursuant to Rule 16a-1(a)(4) under the Act, Roche hereby states that this Initial Statement of Beneficial Ownership of Securities on Form 3 shall not be deemed an admission that Roche is, for the purposes of Section 16 of the Act or otherwise, the beneficial owner of any equity securities of BioVeris and such beneficial ownership is expressly disclaimed. For additional information regarding the Merger Agreement and the Stockholders Agreement, please see the Schedule 13D filed by Roche with the Securities and Exchange Commission on April 13, 2007.

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.