HEMOSENSE INC

Form 3 June 13, 2005

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

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 *

 GC TECHNOLOGY FUND LP

> (Last) (First) (Middle)

777 POST OAK BLVD., Â SUITE 250

(Street)

HOUSTON, TXÂ 77056

1. Title of Security

(City)

(Instr. 4)

(State)

(Zip)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

(Month/Day/Year)

Statement

06/13/2005

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

HEMOSENSE INC [HEMO]

Director _X_ 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

4. Nature of Indirect Beneficial

X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

> Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

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SEC 1473 (7-02)

4.

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)

Price of

5. Conversion or Exercise

6. Nature of Indirect Ownership Form of Derivative

Beneficial Ownership (Instr. 5)

Exercisable

Expiration Title Date

Amount or Number of Derivative Security: Security Direct (D)

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				Shares		or Indirect (I) (Instr. 5)	
Series B-3 Preferred Stock	(1)	(2)	Common Stock	632,911 (3)	\$ (3)	D (4)	Â
Series C-3 Preferred Stock	(1)	(2)	Common Stock	411,409	\$ <u>(3)</u>	D (4)	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
FB	Director	10% Owner	Officer	Other		
GC TECHNOLOGY FUND LP 777 POST OAK BLVD. SUITE 250 HOUSTON, TX 77056	Â	ÂX	Â	Â		
GCV Management LLC 777 POST OAK BLVD. SUITE 250 HOUSTON, TX 77056	Â	ÂX	Â	Â		
GELLER MARC 777 POST OAK BLVD. SUITE 250 HOUSTON, TX 77056	Â	ÂΧ	Â	Â		
Cellier Marc L 777 POST OAK BLVD. SUITE 250 HOUSTON, TX 77056	Â	ÂX	Â	Â		

Signatures

/s/ Marc Geller, General Partner of GCV Management LLC

06/13/2005

**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) Immediately.
- (2) Not applicable.

Pursuant to a 1-for-4 reverse stock split of the issuer's Common Stock effectuated on May 4, 2005, each share of Series B-3 and C-3

- (3) Preferred Stock will automatically convert into 0.25 shares of Common Stock immediately prior to the closing of the issuer's initial public offering to occur on or around June 17, 2005.
- The reported securities are owned directly by GC Technology Fund L.P., and indirectly by GCV Management LLC, as general partner of GC Technology Fund L.P., and Marc Geller and Marc Cellier, as general partners of GCV Management LLC. GCV Management LLC, Mr. Geller and Mr. Cellier disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein.

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

Reporting Owners 2

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