

TRAINOR III EUGENE A
Form 3
October 30, 2008

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 New Enterprise Associates 12, Limited Partnership			(Month/Day/Year)	PEPLIN INC [PLIN]
(Last)	(First)	(Middle)		
1119 ST. PAUL STREET				
(Street)				
BALTIMORE,Â MDÂ 21202				
(City)	(State)	(Zip)		

4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Check all applicable)	
<input type="checkbox"/> Director <input type="checkbox"/> Officer (give title below)	<input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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	1,286,563	D <u>(1)</u>	Â

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

Edgar Filing: TRAINOR III EUGENE A - Form 3

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Common Stock Warrant (Right to Buy)	10/23/2008	10/23/2013	Common Stock	264,608	\$ 7.86	D <u>(2)</u>	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
New Enterprise Associates 12, Limited Partnership 1119 ST. PAUL STREET BALTIMORE,Â MDÂ 21202	Â	Â X	Â	Â
NEA Partners 12, Limited Partnership 1119 ST. PAUL ST. BALTIMORE,Â MDÂ 21202	Â	Â X	Â	Â
NEA 12 GP, LLC 1119 ST. PAUL ST. BALTIMORE,Â MDÂ 21202	Â	Â X	Â	Â
NEWHALL CHARLES W III 1119 ST. PAUL STREET BALTIMORE,Â MDÂ 21202	Â	Â X	Â	Â
KRAMLICH C RICHARD 1119 ST. PAUL STREET BALTIMORE,Â MDÂ 21202	Â	Â X	Â	Â
BARRIS PETER J 1119 ST. PAUL STREET BALTIMORE,Â MDÂ 21202	Â	Â X	Â	Â
PERRY MARK W 1119 ST. PAUL STREET BALTIMORE,Â MDÂ 21202	Â	Â X	Â	Â
BARRETT M JAMES 1119 ST. PAUL STREET BALTIMORE,Â MDÂ 21202	Â	Â X	Â	Â
SANDELL SCOTT D 1119 ST. PAUL STREET BALTIMORE,Â MDÂ 21202	Â	Â X	Â	Â
TRAINOR III EUGENE A 1119 ST. PAUL STREET BALTIMORE,Â MDÂ 21202	Â	Â X	Â	Â

Signatures

/s/ Louis Citron,
attorney-in-fact

10/30/2008

__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) The shares are directly held by New Enterprise Associates 12, Limited Partnership ("NEA 12") and indirectly held by NEA Partners 12, Limited Partnership ("NEA Partners 12"), the sole general partner of NEA 12, NEA 12 GP, LLC ("NEA 12 GP"), the sole general partner of NEA Partners 12, and the individual managers of NEA 12 GP (NEA Partners 12, NEA 12 GP and the individual managers of NEA 12 GP together, the "Indirect Reporting Persons"). The individual managers of NEA 12 GP are M. James Barrett, Peter J. Barris, Forest Baskett, Ryan D. Drant, Patrick J. Kerins, C. Richard Kramlich, Krishna "Kittu" Kolluri, Charles M. Linehan, Charles W. Newhall III, Mark W. Perry, Scott D. Sandell and Eugene A. Trainor III. The Indirect Reporting Persons disclaim beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the NEA 12 shares in which the Indirect Reporting Persons have no actual pecuniary interest.

(2) The securities are directly held by NEA 12 and indirectly held by the Indirect Reporting Persons. The Indirect Reporting Persons disclaim beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the NEA 12 securities in which the Indirect Reporting Persons have no actual pecuniary interest.

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.