

DOMBKOWSKI ASHLEY L

Form 3

October 30, 2008

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 *

Â KAILIAN VAUGHN M

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/30/2008

3. Issuer Name **and** Ticker or Trading Symbol
PEPLIN INC [PLIN]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)C/O MPM ASSET
MANAGEMENT,Â 200
CLARENDON STREET, 54TH
FLOOR

(Street)

BOSTON,Â MAÂ 02116

(City)

(State)

(Zip)

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

3,281,190

I

See Footnote ⁽¹⁾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 Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial
Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Common Stock Warrant (Right to Buy)	10/23/2008	10/23/2013	Common Stock	385,885	\$ 7.86	I	See Footnote <u>(2)</u>
Common Stock Warrant (Right to Buy) <u>(3)</u>	06/26/2006	10/30/2010	Common Stock	196,852 <u>(4)</u>	\$ 13.6	I	See Footnote <u>(5)</u>
Common Stock Warrant (Right to Buy) <u>(3)</u>	11/01/2006	10/30/2010	Common Stock	210,937 <u>(4)</u>	\$ 13.6	I	See Footnote <u>(6)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KAILIAN VAUGHN M C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	Â	Â X	Â	Â
GADICKE ANSBERT C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	Â	Â X	Â	Â
EVNIN LUKE C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	Â	Â X	Â	Â
St Peter Steven C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	Â	Â X	Â	Â
Greene William C/O MPM ASSET MANAGEMENT 601 GATEWAY BLVD., SUITE 350 SOUTH SAN FRANCISCO, CA 94080	Â	Â X	Â	Â
DOMBKOWSKI ASHLEY L C/O MPM ASSET MANAGEMENT 601 GATEWAY BLVD., SUITE 350 SOUTH SAN FRANCISCO, CA 94080	Â	Â X	Â	Â
Vander Vort John C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	Â	Â X	Â	Â

MPM BIOVENTURES III PARALLEL FUND, LP
C/O MPM ASSET MANAGEMENT
200 CLARENDON STREET, 54TH FLOOR
BOSTON, MA 02116

^ ^ X ^ ^

MPM Asset Management Investors 2004 BVIII LLC
C/O MPM ASSET MANAGEMENT
200 CLARENDON STREET, 54TH FLOOR
BOSTON, MA 02116

^ ^ X ^ ^

MPM BioVentures Strategic Fund LP
C/O MPM ASSET MANAGEMENT
200 CLARENDON STREET, 54TH FLOOR
BOSTON, MA 02116

^ ^ X ^ ^

Signatures

/s/ Vaughn M. Kailian

10/30/2008

__Signature of Reporting Person

Date

/s/ Ansbert Gadicke

10/30/2008

__Signature of Reporting Person

Date

/s/ Luke Evnin

10/30/2008

__Signature of Reporting Person

Date

/s/ Steven St. Peter

10/30/2008

__Signature of Reporting Person

Date

/s/ William Greene

10/30/2008

__Signature of Reporting Person

Date

/s/ Ashley Dombkowski

10/30/2008

__Signature of Reporting Person

Date

/s/ John VanderVort

10/30/2008

__Signature of Reporting Person

Date

By Luke Evnin, Series A Member of MPM BioVentures III LLC, the general partner of MPM BioVentures III GP, LP, the general partner of MPM BioVentures III Parallel Fund, LP /s/ Luke Evnin

10/30/2008

__Signature of Reporting Person

Date

By Luke Evnin, manager of MPM Asset Management Investors 2004 BVIII LLC /s/ Luke Evnin

10/30/2008

__Signature of Reporting Person

Date

By Luke Evnin, Series A Member of MPM BioVentures III LLC, the general partner of MPM BioVentures III GP, LP, the general partner of MPM BioVentures Strategic Fund, L.P. /s/ Luke Evnin

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).

The shares are held as follows: 2,685,521 by MPM BioVentures IV-QP, L.P. ("BV IV QP"), 103,461 by MPM BioVentures IV GmbH & Co. Beteiligungs KG ("BV IV KG"), 76,364 by MPM Asset Management Investors BV4 LLC ("AM BV4") 20,408 by MPM BioVentures III, LP. ("BV III"), 303,505 by MPM BioVentures III-QP, LP ("BV III QP"), 25,649 by MPM BioVentures III GmbH & Co. Beteiligungs KG ("BV III KG"), 9,166 by MPM BioVentures III Parallel Fund, LP ("BV III PF"), 7,215 by MPM Asset Management Investors 2004 BVIII LLC ("AM BV III") and 49,901 by MPM BioVentures Strategic Fund, LP ("BV SF"). MPM BioVentures IV GP

(1) LLC and MPM BioVentures IV LLC are the direct and indirect general partners of BV IV QP, BV IV KG and AM BV4. Vaughn M. Kailian, Ansbert Gadicke, Luke Evnin, Steven St. Peter, William Greene, James Paul Scopa, Ashley Dombkowski and John VanderVort are the members of the general partner of BV IV QP, BV IV KG and members of AM BV4. MPM BioVentures III GP, L.P. ("BV III GP") and MPM BioVentures III LLC ("BV III LLC") are the direct and indirect general partners of BV III, BV III QP, BV III PF, BV III KG and BV SF. Luke Evnin and Ansbert Gadicke are members of BV III LLC and AM BV III. Each member of the group disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.

(2) The securities are held as follows: 361,668 by BV IV QP, 13,933 by BV IV KG and 10,284 by AM BV4. Each member of the group disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.

(3) Represent options to purchase CHESSE Depository Interests ("CDIs"). CDIs are units of beneficial ownership in shares of common stock held by CHESSE Depository Nominees Pty Limited, a wholly-owned subsidiary of the Australian Stock Exchange. The CDIs are economically equivalent to shares of common stock of the Issuer on a 1-for-20 basis. CDIs are convertible at the option of the holders thereof into shares of common stock of the Issuer on a 1-for-20 basis.

(4) Represent shares of common stock of the Issuer issuable upon conversion of the CDIs underlying the related warrant, and excludes fractional shares that would result from the conversion of such CDIs into shares of common stock.

(5) The securities are held as follows: 184,498 by BV IV QP, 7,108 by BV IV KG and 5,246 by AM BV4. Each member of the group disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.

(6) The securities are held as follows: 197,699 by BV IV QP, 7,616 by BV IV KG and 5,622 by AM BV4. Each member of the group disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.

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Remarks:

SeeÂ FormÂ 3Â forÂ MPMÂ BioVenturesÂ IV-QP,Â L.P.Â forÂ additionalÂ membersÂ ofÂ thisÂ jointÂ filing.

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.