

MPM BIOVENTURES III QP LP  
 Form 3/A  
 January 14, 2009

**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>MPM BioVentures IV QP LP</p> <p>(Last) (First) (Middle)</p> <p>C/O MPM ASSET MANAGEMENT, 200 CLARENDON STREET, 54TH FLOOR</p> <p>(Street)</p> <p>BOSTON, MA 02116</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>10/30/2008</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>PEPLIN INC [PLIN]</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 type="checkbox"/> Other                  (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>10/30/2008</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	3,385,146	I	See Footnote <sup>(1)</sup>

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)**

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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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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)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MPM BioVentures IV QP LP C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	^	^ X	^	^
MPM BioVentures IV GP LLC C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	^	^ X	^	^
MPM BioVentures IV LLC C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	^	^ X	^	^
MPM Asset Management Investors BV4 LLC C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	^	^ X	^	^
MPM BioVentures IV GmbH & Co. Beteiligungs KG C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	^	^ X	^	^
MPM BIOVENTURES III GP LP C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	^	^ X	^	^
MPM BIOVENTURES III LLC C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	^	^ X	^	^
MPM BIOVENTURES III LP C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR BOSTON, MA 02116	^	^ X	^	^
MPM BIOVENTURES III QP LP C/O MPM ASSET MANAGEMENT 200 CLARENDON STREET, 54TH FLOOR	^	^ X	^	^

BOSTON, MA 02116

MPM BIOVENTURES III GMBH & CO. Beteiligungs KG  
 C/O MPM ASSET MANAGEMENT  
 200 CLARENDON STREET, 54TH FLOOR  
 BOSTON, MA 02116

^ ^ X ^ ^

## Signatures

By Vaughn Kailian, member of MPM BioVentures IV LLC, the managing member of MPM BioVentures IV GP LLC, the general partner of MPM BioVentures IV-QP, L.P. /s/ Vaughn Kailian 01/14/2009

\_\_Signature of Reporting Person Date

By Vaughn Kailian, member of MPM BioVentures IV LLC, the managing member of MPM BioVentures IV GP LLC /s/ Vaughn Kailian 01/14/2009

\_\_Signature of Reporting Person Date

By Vaughn Kailian, member of MPM BioVentures IV LLC /s/ Vaughn Kailian 01/14/2009

\_\_Signature of Reporting Person Date

By Vaughn Kailian, member of MPM BioVentures IV LLC, the manager of MPM Asset Management Investors BV4 LLC /s/ Vaughn Kailian 01/14/2009

\_\_Signature of Reporting Person Date

By Vaughn M. Kailian, member of MPM BioVentures IV LLC, the managing member of MPM BioVentures IV GP LLC, the managing limited partner of MPM BioVentures IV GmbH & Co. Beteiligungs KG /s/ Vaughn M. Kailian 01/14/2009

\_\_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 /s/ Luke Evnin 01/14/2009

\_\_Signature of Reporting Person Date

By Luke Evnin, Series A Member of MPM BioVentures III LLC /s/ Luke Evnin 01/14/2009

\_\_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, LP /s/ Luke Evnin 01/14/2009

\_\_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-QP, LP /s/ Luke Evnin 01/14/2009

\_\_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, in its capacity as the Managing Limited Partner of MPM BioVentures III GmbH & Co. Beteiligungs KG /s/ Luke Evnin 01/14/2009

\_\_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)

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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"), 25,510 by MPM BioVentures III, LP. ("BV III"), 379,381 by MPM BioVentures III-QP, LP ("BV III QP"), 32,061 by MPM BioVentures III GmbH & Co. Beteiligungs KG ("BV III KG"), 11,456 by MPM BioVentures III Parallel Fund, LP ("BV III PF"), 9,017 by MPM Asset Management Investors 2004 BVIII LLC ("AM BV III") and 62,375 by MPM BioVentures Strategic Fund, LP ("BV SF"). MPM BioVentures IV GP 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 Vander Vort 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.

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### Remarks:

See Form 3/A for Vaughan Kailian for additional members of this joint filing. This amendment is held in escrow as of October 30, 2008 on behalf of certain of the reporting persons pursuant to a Reorganization ("Reorganization Agreement"), dated June 9, 2008, by and among the Issuer, West Neosil, Inc., to satisfy certain indemnification obligations under the Reorganization Agreement. The e excluded from the original Form 3. Accordingly, only changes to Table IA are included in the an

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

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