CRYOCOR INC Form 4 July 19, 2005

FORM 4

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

Washington, D.C. 20549

'HANGES IN BENEFICIAL OWNERSHIP OF

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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OMB APPROVAL

3235-0287

January 31,

OMB

Number:

Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box

if no longer

subject to

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 **
MINOCHERHOMJEE ARDA

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CRYOCOR INC [CRYO]

(Last)

(Middle)

3. Date of Earliest Transaction

X Director

_X__ 10% Owner

9717 PACIFIC HEIGHTS BLVD.

(Street)

(First)

(Month/Day/Year)

07/19/2005

(Check all applicable)

4. If Amendment, Date Original

Filed(Month/Day/Year)

 Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person ___ Form filed by More than One Reporting

Person

SAN DIEGO, CA 92121

(City)	(State)	(Zip) Tak	ole I - Non-	-Derivative Se	curitie	s Acqu	ired, Disposed o	of, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities of Disposed (Instr. 3, 4 an	of (D)	ed (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/19/2005		C	1,645,408 (1)	A	<u>(2)</u>	1,848,408	I	by Partnership (1)

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Series D Redeemable Convertible Preferred Stock	<u>(2)</u>	07/19/2005	С	45,362,904	(3)	<u>(4)</u>	Common Stock	1,64

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MINOCHERHOMJEE ARDA 9717 PACIFIC HEIGHTS BLVD. SAN DIEGO, CA 92121	X	X					

Signatures

/s/By: Kathleen K Hannah For: Arda M Minocherhomjee

07/19/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

A portion of any amounts shown in Table I and Table II may be deemed attributable to the Reporting Person because he is a managing director and a member of William Blair Capital Management VII,L.L.C., the general partner of the general partner of William Blair Capital Partners VII QP, LP. and William Blair Capital Partners VII, L.P., and a managing director and limited partner of William Blair

- (1) Capital Management VII, L.P., the general partner of William Blair Capital Partners VII QP, L.P. and William Blair Capital Partners VII, LP. The actual pro rata portion of such beneficial ownership that may be deemed to be attributable to the Reporting Person is not readily determinable because it is subject to several variables. Dr. Minocherhomjee disclaims beneficial ownership of these shares except to the extent of his proportionate interest in these shares.
- (2) Convertible at 0.036272 share of Common for 1 share of Preferred
- (3) Immediate
- (4) Not Applicable.

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.

Reporting Owners 2