CRYOCOR INC Form 4 May 30, 2008

### FORM 4

### OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*\* WHEELER KURT

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

CRYOCOR INC [CRYO]

(Last) (First) (Middle)

3. Date of Earliest Transaction

\_X\_ Director

Person

\_X\_\_10% Owner \_\_\_\_\_Other (specify

9717 PACIFIC HEIGHTS BLVD.

(Street)

(State)

(Zip)

05/28/2008

Officer (give title below) Other (sp

6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original Filed(Month/Day/Year)

(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person \_\_\_ Form filed by More than One Reporting

SAN DIEGO, CA 92121

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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)	Transaction Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	05/28/2008		U	3,028,082	D	\$ 1.35	0	I	See footnote	

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 currently valid OMB control number.

SEC 1474

(9-02)

 $\label{thm:convertible} \textbf{Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ \textit{(e.g., puts, calls, warrants, options, convertible securities)}$ 

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of 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 of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Non-qualified Stock Option (Right to Buy)	\$ 2.35	05/28/2008		D	6,451	(2)	05/02/2016	Common Stock	6,451
Non-qualified Stock Option (Right to Buy)	\$ 6.69	05/28/2008		D	6,451	(2)	05/13/2017	Common Stock	6,451

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
reporting owner rune, runess	Director	10% Owner	Officer	Other			
WHEELER KURT 9717 PACIFIC HEIGHTS BLVD.	X	X					
SAN DIEGO, CA 92121							

## **Signatures**

/s/ Amy A. Seidlinger for Kurt C.
Wheeler

05/30/2008

\*\*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).

The Reporting Person is a member of MPM Asset Management II LLC ("AM II LLC") and MPM Asset Management Investors 2000B LLC ("AM 2000"). MPM Asset Management II, L.P. and AM II LLC are the direct and indirect general partners of MPM BioVentures

- (1) II-QP, L.P. ("BV II QP"), MPM BioVentures II, L.P. ("BV II") and MPM BioVentures GmbH & Co. Parallel-Beteiligungs KG ("BV KG"). The shares are held as follows: 2,038,512 by BV II QP, 224,984 by BV II, 46,930 by AM 2000 and 717,656 by BV KG. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.
- The Non-qualified Stock Option had fully vested prior to the close of the merger between the Issuer, Boston Scientific Scimed, Inc. and (2) Padres Acquisition Corp. The Non-qualified Stock Option was not exercised and therefore was canceled at the close of the merger between the Issuer, Boston Scientific Scimed, Inc. and Padres Acquisition Corp.

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