

Edgar Filing: VERSANT CAPITAL MANAGEMENT LLC - Form SC 13G

VERSANT CAPITAL MANAGEMENT LLC  
Form SC 13G  
November 29, 2004

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

SCHEDULE 13G  
(Rule 13d-102)

Under the Securities Exchange Act of 1934  
(Amendment No. \_\_)\*

Arena Pharmaceuticals, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

040047 10 2

-----  
(CUSIP Number)

November 17, 2004

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed.

- Rule13d-1(b)  
 Rule13d-1(c)  
 Rule13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1 NAME OF REPORTING PERSONS

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I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Versant Capital Management LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

|   |   |                          |           |
|---|---|--------------------------|-----------|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 5 | SOLE VOTING POWER        | 1,500,000 |
|   | 6 | SHARED VOTING POWER      | 0         |
|   | 7 | SOLE DISPOSITIVE POWER   | 1,500,000 |
|   | 8 | SHARED DISPOSITIVE POWER | 0         |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,500,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES\* [ ]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
5.7%

12 TYPE OF REPORTING PERSON\*  
OO

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1 NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Herriot Tabuteau

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

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| American  |   |                                     |
|---|---|-------------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5   | SOLE VOTING POWER                   |
|   | 0   | (See Item 4)                        |
|   | 6   | SHARED VOTING POWER                 |
|   | 0   | (See Item 4)                        |
|   | 7   | SOLE DISPOSITIVE POWER              |
|   | 0   | (See Item 4)                        |
|   | 8   | SHARED DISPOSITIVE POWER            |
|   | 0   | (See Item 4)                        |
| 9   | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON          |                                     |
|   | 0 (See Item 4)  |                                     |
| 10  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* | <input checked="" type="checkbox"/> |
| 11  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9                       |                                     |
|   | 0.0%  |                                     |
| 12  | TYPE OF REPORTING PERSON*   |                                     |
|   | IN  |                                     |

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ITEM 1(a). Name of Issuer:  
Arena Pharmaceuticals, Inc.

ITEM 1(b). Address of Issuer's Principal Executive Offices:  
6166 Nancy Ridge Drive  
San Diego, CA

ITEM 2(a). Name of Person Filing:  
Versant Capital Management LLC  
Herriot Tabuteau

ITEM 2(b). Address of Principal Business Office or, if None, Residence:  
Versant Capital Management LLC  
45 Rockefeller Plaza  
Suite 2074  
New York, New York 10111

Herriot Tabuteau  
c/o Versant Capital Management LLC  
45 Rockefeller Plaza  
Suite 2074  
New York, New York 10111

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- ITEM 2(c).           Citizenship:  
See Item 4 of cover pages.
- ITEM 2(d).           Title of Class of Securities:  
Common Stock, \$.0001 par value per share (the "Common Stock").
- ITEM 2(e).           CUSIP Number:  
040047 10 2
- ITEM 3.             If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:
- (a) [ ] Broker or Dealer registered under Section 15 of the Exchange Act.
  - (b) [ ] Bank as defined in section 3(a)(6) of the Exchange Act.
  - (c) [ ] Insurance Company as defined in section 3(a)(19) of the Exchange Act.
  - (d) [ ] Investment Company registered under section 8 of the Investment Company Act.
  - (e) [ ] An investment advisor in accordance with Rule 13d-1(b)(1)(ii)(E);
  - (f) [ ] An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
  - (g) [ ] A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
  - (h) [ ] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
  - (i) [ ] A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act;
  - (j) [ ] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box. [X]

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- ITEM 4.             Ownership.
- (a)           Amount beneficially owned:  
  
Versant Capital Management LLC owns an aggregate of 1,500,000 shares of outstanding Common Stock. Herriot Tabuteau is the managing member of Versant Capital Management LLC and so may be deemed to beneficially own such shares of Common Stock. Mr. Tabuteau disclaims such beneficial ownership.
  - (b)           Percent of class:  
  
5.7%, based upon 26,531,496 shares outstanding on October 29, 2004.

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- (c) Number of shares as to which each such person has:
- (i) Sole power to vote or direct the vote: See Item 5 of cover pages.
  - (ii) Shared power to vote or direct the vote: See Item 6 of cover pages.
  - (iii) Sole power to dispose or to direct the disposition of: See Item 7 of cover pages.
  - (iv) Shared power to dispose or to direct the disposition of: See Item 8 of cover pages.

ITEM 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. [ ]

ITEM 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not Applicable.

ITEM 8. Identification and Classification of Members of the Group.

Not Applicable.

ITEM 9. Notice of Dissolution of Group.

Not Applicable.

ITEM 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

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-----  
(Date)

VERSANT CAPITAL MANAGEMENT LLC

By: /s/ Herriot Tabuteau

-----  
Name: Herriot Tabuteau  
Title: Managing Member

/s/ Herriot Tabuteau

-----  
Herriot Tabuteau

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(f) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the common stock, \$0.0001 par value, of Arena Pharmaceuticals, Inc. and that this Joint Filing Agreement be included as an exhibit to such statement. This Joint Filing Agreement may be executed in any number of counterparts, all of which, taken together, shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned hereby execute this Joint Filing Agreement as of November 29, 2004.

VERSANT CAPITAL MANAGEMENT LLC

By: /s/ Herriot Tabuteau

-----  
Name: Herriot Tabuteau  
Title: Managing Member

/s/ Herriot Tabuteau

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Herriot Tabuteau