

BONDERMAN DAVID
Form 4
February 27, 2009

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Tarrant Advisors, Inc

(Last) (First) (Middle)

C/O TPG GROWTH, LLC, 301
COMMERCE STREET, SUITE
3300

(Street)

FORT WORTH, TX 76102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
REPLIDYNE INC [CSII]

3. Date of Earliest Transaction
(Month/Day/Year)
02/25/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
___ Officer (give title below) ___X___ Other (specify below)
Former 10% Owner (1) (2)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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

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SEC 1474
(9-02)

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number | 6. Date Exercisable and Expiration Date | 7. Title and Amount of | 8. Price of Derivative | 9. Nu |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-----------|---|------------------------|------------------------|-------|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-----------|---|------------------------|------------------------|-------|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | Underlying Securities (Instr. 3 and 4) | Security (Instr. 5) | Secur Benefi Own Follo Repo Trans (Instr | |
|---------------------|--|----------------------|-----------------|---|------------------|--|---------------------|--|----------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|--------------------------|
| | Director | 10% Owner | Officer | Other |
| Tarrant Advisors, Inc C/O TPG GROWTH, LLC 301 COMMERCE STREET, SUITE 3300 FORT WORTH, TX 76102 | | | | Former 10% Owner (1) (2) |
| BONDERMAN DAVID 301 COMMERCE STREET SUITE 3300 FORT WORTH, TX 76102 | | | | Former 10% Owner (1) (2) |
| COULTER JAMES G 301 COMMERCE STREET SUITE 3300 FORT WORTH, TX 76102 | | | | Former 10% Owner (1) (2) |

Signatures

| | |
|---|------------|
| /s/ Clive D. Bode, Vice President, Tarrant Advisors, Inc. (3) | 02/27/2009 |
| **Signature of Reporting Person | Date |
| /s/ Clive D. Bode, on behalf of David Bonderman (3) (4) | 02/27/2009 |
| **Signature of Reporting Person | Date |
| /s/ Clive D. Bode, on behalf of James G. Coulter (3) (4) | 02/27/2009 |
| **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).

Remarks:

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- (1) David Bonderman and James G. Coulter are directors, officers and sole shareholders of Tarrant Capital Advisors, Inc., which is the sole shareholder of Tarrant Advisors, Inc. ("Tarrant Advisors" and, together with Messrs. Bonderman and Coulter, the "Reporting Persons"), which is the general partner of TPG Ventures Professionals, LP, which in turn is the general partner of TPG Ventures Partners, LP, which is the managing member of TPG Ventures Holdings, LLC, which is the member of each of TPG Ventures Advisors, LLC and TPG Biotechnology Advisors, LLC. TPG Ventures Advisors, LLC is the partner of TPG Ventures GenPar, LP, which is the general partner of TPG Ventures, LP ("TPG Ventures"). TPG Biotech Advisors, LLC is the general partner of TPG Biotechnology GenPar, LP, which is the general partner of TPG Biotechnology Partners, LP ("TPG Biotech" and together with TPG Ventures, the "TPG Funds"). The TPG Funds directly hold previously reported shares of common stock ("Shares") of the Issuer. Because of the Reporting Persons' relationships to the TPG Funds, they may be deemed to beneficially own such Shares to the extent of the greater of their respective pecuniary interests in the profits or capital accounts of the TPG Funds. Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934 (the "Exchange Act"), this filing shall not be deemed an admission that the Reporting Persons are, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owners of any Shares in excess of such amounts.
- (2) Following the merger of Cardiovascular Systems, Inc. into the Issuer effective 2/25/09, the TPG Funds no longer hold over 10% of the Shares and the Issuer's name changed to Cardiovascular Systems, Inc.
- (3) The Reporting Persons are jointly filing this Form 4 under Exchange Act Rule 16a-3(j).
- (4) Mr. Bode is signing on behalf of Messrs. Bonderman and Coulter pursuant to previously filed authorizations.

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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