CURIS INC Form 3 February 13, 2009

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement CURIS INC [CRIS] BVF PARTNERS L P/IL (Month/Day/Year) 02/03/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 900 N. MICHIGAN (Check all applicable) **AVENUE, Â SUITE 1100** (Street) 6. Individual or Joint/Group _X_ 10% Owner Director Officer __X__ Other Filing(Check Applicable Line) (give title below) (specify below) Form filed by One Reporting **Indirect Beneficial Owners** Person CHICAGO, ILÂ 60611 _X_ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â $D^{(1)}$ Common Stock 2,123,699 Common Stock $D^{(2)}$ 1,461,681 $D^{(3)}$ Common Stock 5,336,336 I (4) Common Stock 8,921,716 See Footnotes. (5) (6)Common Stock 8,921,716 **I** (4) See Footnotes. (5) (6) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of

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.

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

Edgar Filing: CURIS INC - Form 3

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exerci Expiration Da (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--------------------|--|----------------------------------|---|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security Interpretation | Direct (D) or Indirect (I) (Instr. 5) | |
| Warrants (right to purchase Common Stock) | 02/03/2009 | 08/06/2012 | Common Stock, par value, \$0.001 per share | 150,759 | \$ 1.02 | D (1) | Â |
| Warrants (right to purchase Common Stock) | 02/03/2009 | 08/06/2012 | Common Stock, par value, \$0.001 per share | 103,051 | \$ 1.02 | D (2) | Â |
| Warrants (right to purchase Common Stock) | 02/03/2009 | 08/06/2012 | Common Stock, par value, \$0.001 per share | 359,887 | \$ 1.02 | D (3) | Â |
| Warrants (right to purchase Common Stock) | 02/03/2009 | 08/06/2012 | Common Stock, par value, \$0.001 per share | 613,697 | \$ 1.02 | I (4) | See Footnotes. (5) |
| Warrants (right to purchase Common Stock) | 02/03/2009 | 08/06/2012 | Common Stock, par value, \$0.001 per share | 613,697 | \$ 1.02 | I (4) | See Footnotes. (5) |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | |
|---|---|---------------|---------|----------------------------|--|--|
| | | 10% Owner | Officer | Other | | |
| BVF PARTNERS L P/IL 900 N. MICHIGAN AVENUE SUITE 1100 CHICAGO, IL 60611 | Â | ÂX | Â | Indirect Beneficial Owners | | |
| BIOTECHNOLOGY VALUE FUND L P 900 N. MICHIGAN AVENUE, SUITE 1100 CHICAGO, IL 60611 | Â | ÂΧ | Â | Indirect Beneficial Owners | | |
| | Â | ÂΧ | Â | Indirect Beneficial Owners | | |

Reporting Owners 2

BIOTECHNOLOGY VALUE FUND II LP C/O GROSVENOR CAPITAL MANAGEMENT 900 N. MICHIGAN AVENUE, SUITE 1100 CHICAGO. ILÂ 60611

BVF INVESTMENTS LLC

C/O GROSVENOR CAPITAL MANAGEMENT LP Â Â X Â Indirect Beneficial Owners

900 N. MICHIGAN AVENUE, SUITE 1100

CHICAGO, ILÂ 60611

BVF INC/IL

C/O GROSVENOR CAPITAL MANAGEMENT

900 N. MICHIGAN AVENUE, SUITE 1100

CHICAGO, ILÂ 60611

Signatures

BVF PARTNERS L.P., By: BVF Inc., its General Partner, By: /s/ Mark N. Lampert, President 02/13/2009

Â

**Signature of Reporting Person Date

Â

ÂΧ

BIOTECHNOLOGY VALUE FUND, L.P., By: BVF Partners, L.P., its General Partner, By:

BVF Inc., its General Partner, By: /s/ Mark N. Lampert, President

**Signature of Reporting Person Date

BIOTECHNOLOGY VALUE FUND, II, L.P., By: BVF Partners, L.P., its General Partner, By:

BVF Inc., its General Partner, By: /s/ Mark N. Lampert, President

**Signature of Reporting Person Date

BVF INVESTMENTS, L.L.C., By: BVF Partners, L.P., its Manager, By: BVF Inc., its General

Partner, By: /s/ Mark N. Lampert, President

***Signature of Reporting Person Date

BVF INC., By: /s/ Mark N. Lampert, President

Indirect Beneficial Owners

**Signature of Reporting Person

Date

02/13/2009

02/13/2009

02/13/2009

02/13/2009

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) The shares of Common Stock, Warrants and the shares of Common Stock underlying the Warrants are directly beneficially owned by Biotechnology Value Fund, L.P. ("BVF"), a Delaware limited partnership.
- (2) The shares of Common Stock, Warrants and the shares of Common Stock underlying the Warrants are directly beneficially owned by Biotechnology Value Fund, II, L.P. ("BVF2"), a Delaware limited partnership.
- (3) The shares of Common Stock, Warrants and the shares of Common Stock underlying the Warrants are directly beneficially owned by BVF Investments, LLC ("BVLLC"), a Delaware limited liability company.
- The shares of Common Stock, Warrants and the shares of Common Stock underlying the Warrants are indirectly beneficially owned by (4) BVF Partners, L.P., a Delaware limited partnership ("Partners"). Partners is the general partner of BVF and BVF2 and is the manager of BVLLC.
- (5) The shares of Common Stock, Warrants and the shares of Common Stock underlying the Warrants are indirectly beneficially owned by BVF Inc., a Delaware corporation ("BVF Inc."), which is the general partner of Partners and is also an investment advisor to Partners.
- (6) Pursuant to the operating agreement of BVLLC, Partners is authorized, among other things to invest funds of Samana Capital, L.P., the majority member of BVLLC, in the shares of Common Stock described herein and to vote and exercise dispositive power over those securities. Mark N. Lampert is the sole shareholder and sole director BVF Inc., and is an officer of BVF Inc. This joint filing on Form 3 shall not be deemed an admission that Mark N. Lampert is, for purposes of Section 16 of the Securities Exchange Act of 1934, as

Signatures 3

Edgar Filing: CURIS INC - Form 3

amended, or otherwise, the beneficial owner of any securities covered by this joint filing. Mr. Lampert disclaims beneficial ownership of all securities reported in this joint filing on Form 3, except to the extent that he has a pecuniary interest therein.

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.