

Edgar Filing: ORBIMED ADVISORS LLC - Form SC 13G/A

ORBIMED ADVISORS LLC
Form SC 13G/A
September 29, 2003

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

SCHEDULE 13G/A
Under the Securities Exchange Act of 1934

ArQule, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

04269E107
(CUSIP Number)

September 12, 2003

(Date of Event Which Requires Filing of this Statement)

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

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-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).

CUSIP No. 04269E107

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

OrbiMed Advisors LLC
2. Check the Appropriate Box if a Member of a Group (See Instructions)

 (a)
 (b)
3. SEC Use Only
4. Citizenship or Place of Organization

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Delaware

- | | |
|--|--|
| Number of
Shares
Beneficially
Owned by
Each Reporting
Person With | 5. Sole Voting Power: 0
6. Shared Voting Power: 992,100
7. Sole Dispositive Power: 0
8. Shared Dispositive Power: 992,100 |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person:
992,100 |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions) |
| 11. | Percent of Class Represented by Amount in Row (9) 4.23% |
| 12. | Type of Reporting Person (See Instructions) IA |

CUSIP No. 04269E107

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

OrbiMed Capital LLC
2. Check the Appropriate Box if a Member of a Group (See Instructions)

 (a)
 (b)
3. SEC Use Only
4. Citizenship or Place of Organization

Delaware

- | | |
|--|--|
| Number of
Shares
Beneficially
Owned by
Each Reporting
Person With | 5. Sole Voting Power: 0
6. Shared Voting Power: 992,100
7. Sole Dispositive Power: 0
8. Shared Dispositive Power: 992,100 |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person:
992,100 |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions) |
| 11. | Percent of Class Represented by Amount in Row (9) 4.23% |
| 12. | Type of Reporting Person (See Instructions) IA |

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CUSIP No. 04269E107

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

Samuel D. Isaly
 2. Check the Appropriate Box if a Member of a Group (See Instructions)

 (a)
 (b)
 3. SEC Use Only
 4. Citizenship or Place of Organization

United States
 5. Sole Voting Power: 0
 6. Shared Voting Power: 992,100
 7. Sole Dispositive Power: 0
 8. Shared Dispositive Power: 992,100
- Number of
Shares
Beneficially
Owned by
Each Reporting
Person With
9. Aggregate Amount Beneficially Owned by Each Reporting Person:
992,100
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)
 11. Percent of Class Represented by Amount in Row (9) 4.23%
 12. Type of Reporting Person (See Instructions) HC

CUSIP No. 04269E107

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

UBS Eucalyptus Management, L.L.C.
2. Check the Appropriate Box if a Member of a Group (See Instructions)

 (a)
 (b)
3. SEC Use Only
4. Citizenship or Place of Organization

Delaware

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Number of
Shares
Beneficially
Owned by
Each Reporting
Person With

5. Sole Voting Power: 0

6. Shared Voting Power: 451,900

7. Sole Dispositive Power: 0

8. Shared Dispositive Power: 451,900

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
451,900

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)

11. Percent of Class Represented by Amount in Row (9) 1.93%

12. Type of Reporting Person (See Instructions) IA

CUSIP No. 04269E107

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).
UBS Fund Advisor, L.L.C.

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a)
 (b)

3. SEC Use Only

4. Citizenship or Place of Organization
Delaware

Number of
Shares
Beneficially
Owned by
Each Reporting
Person With

5. Sole Voting Power: 0

6. Shared Voting Power: 451,900

7. Sole Dispositive Power: 0

8. Shared Dispositive Power: 451,900

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
451,900

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)

11. Percent of Class Represented by Amount in Row (9) 1.93%

12. Type of Reporting Person (See Instructions) IA

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CUSIP No. 04269E107

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

PW Alternative Asset Management, Inc.
 2. Check the Appropriate Box if a Member of a Group (See Instructions)

 (a)
 (b)
 3. SEC Use Only
 4. Citizenship or Place of Organization

Delaware
 5. Sole Voting Power: 0
 6. Shared Voting Power: 451,900
 7. Sole Dispositive Power: 0
 8. Shared Dispositive Power: 451,900
- Number of
Shares
Beneficially
Owned by
Each Reporting
Person With
9. Aggregate Amount Beneficially Owned by Each Reporting Person:

451,900
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)
 11. Percent of Class Represented by Amount in Row (9) 1.93%
 12. Type of Reporting Person (See Instructions) HC

Item 1. (a) Issuer: ArQule, Inc.

(b) Address:

19 Presidential Way
Woburn, MA 01801

Item 2. (a) Name of Person Filing:

OrbiMed Advisors LLC
OrbiMed Capital LLC
Samuel D. Isaly

UBS Eucalyptus Management, L.L.C.
UBS Fund Advisor, L.L.C.
PW Alternative Asset Management, Inc.

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(b) Address of Principal Business Offices:

OrbiMed Advisors LLC
OrbiMed Capital LLC
Samuel D. Isaly
767 Third Avenue, 30th Floor
New York, New York 10017

UBS Eucalyptus Management, L.L.C.
UBS Fund Advisor, L.L.C.
PW Alternative Asset Management, Inc.
1285 Avenue of the Americas
New York, NY 10019

(c) Citizenship:

Please refer to Item 4 on each cover sheet for each filing person

(d) Title of Class of Securities

Common stock

(e) CUSIP Number: 04269E107

Item 3. OrbiMed Advisors LLC, OrbiMed Capital LLC, UBS Eucalyptus Management L.L.C. and UBS Fund Advisor, L.L.C. are investment advisors in accordance with ss.240.13d-1(b)(1)(ii)(E). Samuel D. Isaly and PW Alternative Asset Management, Inc. are control persons in accordance with ss.240.13d-1(b)(1)(ii)(G). PW Alternative Asset Management, Inc. is an indirect wholly owned subsidiary of UBS AG.

Item 4. Ownership

Please see Items 5 - 9 and 11 for each cover sheet for each filing separately

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

Reporting persons are holding 4.23% of the securities on behalf of other persons who have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities.

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

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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.

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.

Date: September 24, 2003

OrbiMed Advisors LLC

By: /s/ Samuel D. Isaly

Name: Samuel D. Isaly
Title: Managing Member

OrbiMed Capital LLC

By: /s/ Samuel D. Isaly

Name: Samuel D. Isaly
Title: Managing Member

Samuel D. Isaly

By: /s/ Samuel D. Isaly

Name: Samuel D. Isaly

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.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify

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that the information set forth in this statement is true, complete and correct.

Date: September 24, 2003

PW Alternative Asset Management, Inc.

By: /s/ Michael Mascis

Name: Michael Mascis
Title: Vice President

UBS Eucalyptus Management, L.L.C.
by UBS Fund Advisor, L.L.C.
its Managing Member

By: /s/ Michael Mascis

Name: Michael Mascis
Title: Vice President of PW
Alternative Asset Management, Inc.

UBS Fund Advisor, L.L.C.

By: /s/ Michael Mascis

Name: Michael Mascis
Title: Vice President of PW
Alternative Asset Management, Inc.