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WAITE CHARLES P JR

Form 4

December 13, 2011

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

OMB Number:

3235-0287

2005

0.5

Check this box if no longer subject to

Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires:

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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 * OVP VENTURE PARTNERS VI LP

(First)

(Middle)

2. Issuer Name and Ticker or Trading

Symbol

Issuer

COMPLETE GENOMICS INC

[GNOM]

(Check all applicable)

3. Date of Earliest Transaction

(Month/Day/Year) 12/09/2011

Director X 10% Owner Other (specify Officer (give title below)

5. Relationship of Reporting Person(s) to

C/O OVP VENTURE PARTNER, 1010 MARKET STREET

(Last)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Form filed by One Reporting Person _X_ Form filed by More than One Reporting

Person

KIRKLAND, WA 98033

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 7. Nature of

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. Transactionr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Amount

4. Securities Acquired (A) 5. Amount of Securities Beneficially Owned Following

Indirect Ownership Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)

(A) Transaction(s) (Instr. 3 and 4) Price (D)

Reported (Instr. 4)

Common Stock, par

value

\$0.001

\$ 12/09/2011 S 21,400 D

3.0011 2,525,550 (1)

D

Common Stock, par I

Code V

32,079

See Footnote

(2)

value \$0.001

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	unt of	Derivative	D
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	Se
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	rities	(Instr. 5)	В
	Derivative				Securities			(Instr	. 3 and 4)		O
	Security				Acquired						Fo
	•				(A) or						R
					Disposed						Tı
					of (D)						(I
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m: d	or		
				Exer	Exercisable	Date					
				G 1 17	(A) (B)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
OVP VENTURE PARTNERS VI LP C/O OVP VENTURE PARTNER 1010 MARKET STREET KIRKLAND, WA 98033		X					
WAITE CHARLES P JR C/O OVP VENTURE PARTNER 1010 MARKET STREET KIRKLAND, WA 98033	X	X					

Signatures

/s/ Maureen Monahan, Attorney in Fact for OVP Venture Partners VI, L.P.

12/13/2011

**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 transaction was executed in multiple trades in prices ranging from \$3.00 to \$3.01, inclusive. The price reported in Column 4 above (1) reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.

(2)

Reporting Owners 2

9. Nu Deriv Secu Bene Own Follo

Repo Trans (Insti

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The shares are owned by OVP VI Entrepreneurs Fund, L.P. ("OVP VI Entrepreneurs"). OVMC VI LLC serves as the general partner of OVP VI Entrepreneurs. Charles P. Waite, Jr. is a managing member of OVMC VI LLC and shares voting and investment power over the shares held by OVP VI Entrepreneurs. The Reporting Person disclaims beneficial ownership of the shares reported herein, except to the extent of his proportionate 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.