

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13D

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities

Filing Date: **1997-03-10**
SEC Accession No. **0000919574-97-000269**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

PERSEPTIVE BIOSYSTEMS INC

CIK: **859640** | IRS No.: **042987616** | State of Incorpor.: **DE** | Fiscal Year End: **0930**
Type: **SC 13D** | Act: **34** | File No.: **005-43358** | Film No.: **97553332**
SIC: **3826** Laboratory analytical instruments

Mailing Address
500 OLD CONNECTICUT
PATH
FRAMINGHAM MA 01701

Business Address
500 OLD CONNECTICUT
PATH
FRAMINGHAM MA 01701
5083837700

FILED BY

ARMEN GARO H

CIK: **935679**
Type: **SC 13D**

Mailing Address
630 FIFTH AVENUE
SUITE 918
NEW YORK NY 10111

Business Address
135 EAST 57TH ST
NEW YORK NY 10022

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. 715271102

1. Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
Garo H. Armen S.S. ####-##-####

2. Check the appropriate box if a member of a group
a.
b.

3. SEC Use Only

4. SOURCE OF FUNDS

AF, PF

5. Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) of 2(e)

6. Citizenship or Place of Organization

U.S.

7. Sole Voting Power

1,221,321 (including Warrants to purchase 217,000 Shares)

8. Shared Voting Power

9. Sole Dispositive Power

1,221,321 (including Warrants to purchase 217,000 Shares)

10. Shared Dispositive Power

11. Aggregate Amount Beneficially Owned by Each Reporting Person

1,221,321 (including Warrants to purchase 217,000 Shares)

2

12. Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares*

13. Percent of Class Represented by Amount in Row (11)

5.7%

14. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES
TO ITEMS 1-7 (INCLUDING EXHIBITS) OF THE SCHEDULE,
AND THE SIGNATURE ATTESTATION.

Item 1. SECURITY AND ISSUER

This statement relates to shares of common stock, \$.01 par value, (the "Common Stock") of PerSeptive BioSystems, Inc. ("PerSeptive BioSystems") and units consisting of 217,000 warrants to purchase one share of Common Stock of PerSeptive BioSystems ("Units"). The principal executive office of PerSeptive BioSystems is located at 500 Old Connecticut Path, Framingham, MA 01701.

Item 2. IDENTITY AND BACKGROUND

This statement is being filed on behalf of Mr. Garo H. Armen. Mr. Armen's principal office is located at 630 Fifth Avenue, Suite 918, New York, New York 10111.

Mr. Armen has not, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors). Mr. Armen has not, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction which resulted in a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violations with respect to such laws.

Mr. Armen is a citizen of the United States of America.

Item 3. Source and Amount of Funds or Other Consideration

As of the date hereof, Mr. Armen is deemed to beneficially own 1,004,321 shares of Common Stock and 217,000 Units of PerSeptive BioSystems. The Units and Common Stock are held by (i) Armen Partners, L.P. (the

"Partnership"), an investment limited partnership, of which Mr. Armen is a general partner and the managing partner,

(ii) Armen Partners Offshore Fund, Ltd. (the "Fund"), an offshore investment fund, to which Armen Capital Management Corp., a corporation of which Mr. Armen is the principal, acts as investment manager, and (iii) GHA Management Corporation (the "Corporation"), a corporation wholly-owned by Mr. Armen. The funds for the purchase of the Common Stock and Units held in the Partnership came from capital contributions to the Partnership by its general and limited partners. The funds for the purchase of Common Stock held by the Fund came from contributions by the Fund's shareholders. The funds for the purchase of the Common Stock and Units held by the Corporation came from Mr. Armen's personal funds. Funds for the purchase of Common Stock also came from margin loans entered in the ordinary course of business.

Item 4. PURPOSE OF TRANSACTION

The Units and Common Stock beneficially owned by Mr. Armen were acquired for, and are being held for, investment purposes. The reporting person may acquire additional Units and Common Stock, dispose of all or some of those Units and Common Stock from time to time, in each case in open market transactions, block sales or purchases or otherwise, or may continue to hold those Units and Common Stock.

Mr. Armen does not have any plan or proposal which relates to, or would result in, any of the actions enumerated in Item 4 of the instructions to Schedule 13D.

Item 5. INTEREST IN SECURITIES OF THE ISSUER

As of the date hereof, Mr. Armen is deemed to be the beneficial owner of 217,000 Units and of 1,004,321 shares of Common Stock of PerSeptive BioSystems. During the last 60 days, he sold 8,100 shares of Common Stock and purchased 2,127,764 shares of Common Stock. No Units were sold or purchased during the last 60 days. Each Unit is exercisable for one share of Common Stock. Therefore, Mr. Armen is deemed to beneficially own 1,221,321 shares of Common Stock. Based on the most recent Form 10-Q filed by PerSeptive BioSystems, there are believed to be 21,387,087 shares of Common Stock of PerSeptive BioSystems outstanding. Therefore, Mr. Armen beneficially owns 5.7% of the outstanding shares of Common Stock (based on total outstanding shares of Common Stock of 21,287,087 and 217,000 Units). Mr. Armen has the power to vote and direct the vote of all of the shares of Common Stock of which he is currently deemed beneficial owner. Mr. Armen has the power

to dispose of or direct the disposition of all the Units of which he is currently deemed beneficial owner. Exhibit A shows the transactions in the Common Stock that Mr. Armen effected during the past 60 days.

6

Item 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

Mr. Armen does not have any contract, arrangement, understanding or relationship with any person with respect to the Units or Common Stock of PerSeptive BioSystems.

Item 7. Material to be Filed as Exhibits

Attached hereto as Exhibit A is a description of the transactions in the shares of PerSeptive BioSystems that were effected by Mr. Armen during the past 60 days.

Signature

The undersigned, after reasonable inquiry and to the best of his knowledge and belief, certifies that the information set forth in this statement is true, complete and correct.

March 10, 1997

/s/ Garo H. Armen
Garo H. Armen

7

00875001.AH5

EXHIBIT A

SCHEDULE OF TRANSACTIONS

Date	Shares Acquired or (Sold)	Price Per Share (Excluding Commissions)
1/14/97	(8,100)	\$6.02
1/16/97	4,000	\$6.62
1/21/97	43,000	\$7.17
1/29/97	15,000	\$6.54

2/4/97	49,600	\$6.43
2/10/97	100,000	\$6.00
2/13/97	1,164	\$5.87