

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR/A

Initial quarterly Form 13F holdings report filed by institutional managers [amend]

Filing Date: **2013-05-16** | Period of Report: **2013-03-31**  
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FILER

**PERCEPTIVE ADVISORS LLC**

CIK: [1224962](#) | IRS No.: **000000000** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **13F-HR/A** | Act: **34** | File No.: [028-10438](#) | Film No.: **13851351**

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

Form 13F-HR/A  
Form 13F COVER PAGE

Report for the Calendar Year of Quarter Ended: March 31, 2013

Check here if Amendment ; Amendment Number: 1  
This Amendment (Check only one.):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Perceptive Advisors LLC  
Address: 499 Park Ave, 25th Floor  
New York, NY 10022

Form 13F File Number: 28-10438

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Joseph Edelman  
Title: Managing Member  
Phone: (646) 205-5342

Signature, Place, and Date of Signing:

/s/ Joseph Edelman                      New York, NY                      May 16, 2013  
[Signature]                                      [City, State]                      [Date]

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0  
Form 13F Information Table Entry Total: 78  
Form 13F Information Table Value Total: \$837,211  
(thousands)

List of Other Included Managers:

{None}

<TABLE>

<CAPTION>

Name of Issuer	Title of Class	CUSIP	Value (x1000)	Shs or Prn Amt	Sh/ Prn	Put/ Call	Investment Discretion	Other Managers	Voting Authority
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>		<C>
ALKERMES PLC	SHS	G01767105	1,185	50,000	SH		Sole		50,000
COVIDIEN PLC	SHS	G2554F113	10,617	156,500	SH		Sole		156,500
ACELRX PHARMACEUTICALS INC	COM	00444T100	25,843	5,008,400	SH		Sole		5,008,400
ACHILLION PHARMACEUTICALS INC	COM	00448Q201	875	100,000	SH		Sole		100,000
AEGERION PHARMACEUTICALS INC	COM	00767E102	8,068	200,000	SH	C	Sole		200,000
AEGERION PHARMACEUTICALS INC	COM	00767E102	136,084	3,373,426	SH		Sole		3,373,426
ALNYLAM PHARMACEUTICALS INC	COM	02043Q107	3,826	157,000	SH		Sole		157,000
ANTHERA PHARMACEUTICALS INC	COM	03674U102	2,278	3,451,655	SH		Sole		3,451,655
ASTEX PHARMACEUTICALS INC	COM	04624B103	9,345	2,092,855	SH		Sole		2,092,855
ATHERSYS INC	COM	04744L106	7,487	4,456,797	SH		Sole		4,456,797
BIOGEN IDEC INC	COM	09062X103	7,223	37,500	SH		Sole		37,500
BIOMED REALTY TRUST INC	COM	09063H107	1,361	63,000	SH		Sole		63,000
CAPITAL SR LIVING CORP	COM	140475104	22,294	843,500	SH		Sole		843,500
CELGENE CORP	COM	151020104	5,796	50,000	SH	P	Sole		50,000
CELGENE CORP	COM	151020104	12,171	105,000	SH		Sole		105,000
CELLEX THERAPEUTICS INC NEW	COM	15117B103	579	50,000	SH		Sole		50,000
CELSION CORPORATION	COM NEW	15117N305	1,313	1,250,000	SH	P	Sole		1,250,000
CELSION CORPORATION	COM NEW	15117N305	479	456,500	SH		Sole		456,500
CEMPRA INC	COM	15130J109	3,038	450,000	SH		Sole		450,000
CHELSEA THERAPEUTICS INTL LT	COM	163428105	11,485	5,630,000	SH		Sole		5,630,000
CHAMPIONS ONCOLOGY INC RSTD	COM	15870p109	1,084	1,808,244	SH		Sole		1,808,244
COMBIMATRIX CORPORATION	*W EXP 05/01/201	20009T121	2	5,000	SH		Sole		5,000
CONCEPTUS INC	COM	206016107	8,736	361,733	SH		Sole		361,733
CUTERA INC	COM	232109108	4,906	377,350	SH		Sole		377,350
DYAX CORP	COM	2.67E+107	3,276	751,457	SH		Sole		751,457
EMERITUS CORP	COM	291005106	278	10,000	SH		Sole		10,000
EXACT SCIENCES CORP	COM	30063P105	9,002	918,600	SH	P	Sole		918,600
EXACT SCIENCES CORP	COM	30063P105	1,225	125,000	SH	C	Sole		125,000
EXACT SCIENCES CORP	COM	30063P105	10,935	1,115,808	SH		Sole		1,115,808
GILEAD SCIENCES INC	COM	375558103	13,517	276,200	SH		Sole		276,200
HCA HOLDINGS INC	COM	40412C101	15,439	380,000	SH		Sole		380,000
HEARTWARE INTL INC	COM	422368100	884	10,000	SH		Sole		10,000
IMMUNOMEDICS INC	COM	452907108	1,781	739,144	SH		Sole		739,144
INFINITY PHARMACEUTICALS INC	COM	45665G303	24,235	500,000	SH	P	Sole		500,000
INFINITY PHARMACEUTICALS INC	COM	45665G303	133,256	2,749,255	SH		Sole		2,749,255
INTERMUNE INC	COM	45884X103	2,715	300,000	SH		Sole		300,000
ISIS PHARMACEUTICALS INC	COM	464330109	3,388	200,000	SH	C	Sole		200,000
ISIS PHARMACEUTICALS INC	COM	464330109	1,694	100,000	SH	P	Sole		100,000
LEXICON PHARMACEUTICALS INC	COM	528872104	6,975	3,199,500	SH		Sole		3,199,500
LIPOSCIENCE INC	COM	53630M108	685	65,129	SH		Sole		65,129
MGC DIAGNOSTICS CORP	COM	552768103	973	139,264	SH		Sole		139,264
MEDGENICS INC	COM NEW	58436Q203	728	150,000	SH		Sole		150,000
MEDIVATION INC	COM	58501N101	818	17,500	SH		Sole		17,500
MYRIAD GENETICS INC	COM	62855J104	254	10,000	SH	P	Sole		10,000
NPS PHARMACEUTICALS INC	COM	62936P103	3,086	302,400	SH		Sole		302,400
NAVIDEA BIOPHARMACEUTICALS I	COM	63937X103	54	20,000	SH	P	Sole		20,000
NEOSTEM INC	COM NEW	640650305	2,255	3,315,938	SH		Sole		3,315,938
NEPTUNE TECHNOLOGIES BIORESO	COM	64077P108	13,918	5,522,920	SH		Sole		3,522,920
NEUROCRINE BIOSCIENCES INC	COM	64125C109	53,492	4,402,637	SH		Sole		4,402,637
NEWLINK GENETICS CORP	COM	651511107	3,681	300,000	SH		Sole		300,000
NOVARTIS A G	SPONSORED ADR	66987V109	7,430	104,300	SH		Sole		104,300
PROLOR BIOTECH INC	COM	74344F106	7,040	1,391,243	SH		Sole		1,391,243
QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	3,254	100,000	SH	C	Sole		100,000
QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	14,512	446,000	SH		Sole		446,000
RTI BIOLOGICS INC	COM	74975N105	107	27,312	SH		Sole		27,312
REGENERON PHARMACEUTICALS	COM	75886F107	11,466	65,000	SH		Sole		65,000
REPROS THERAPEUTICS INC	COM NEW	76028H209	3,220	200,000	SH	P	Sole		200,000
REPROS THERAPEUTICS INC	COM NEW	76028H209	10,506	652,650	SH		Sole		652,650
RIGEL PHARMACEUTICALS INC	COM NEW	766559603	680	100,000	SH	P	Sole		100,000
SAREPTA THERAPEUTICS INC	COM	803607100	1,848	50,000	SH	P	Sole		50,000
SAREPTA THERAPEUTICS INC	COM	803607100	9,237	250,000	SH	C	Sole		250,000
SAREPTA THERAPEUTICS INC	COM	803607100	99,269	2,686,600	SH		Sole		2,686,600
SHIRE PLC	SPONSORED ADR	82481R106	19,259	210,800	SH		Sole		210,800
STEMCELLS INC	COM NEW	85857R204	401	231,600	SH		Sole		231,600
SUNESIS PHARMACEUTICALS INC	COM NEW	867328601	317	58,010	SH		Sole		58,010
SUPERNU PHARMACEUTICALS INC	COM	868459108	3,275	582,829	SH		Sole		582,829
SYNTA PHARMACEUTICALS CORP	COM	87162T206	860	100,000	SH	P	Sole		100,000
SYNTA PHARMACEUTICALS CORP	COM	87162T206	8,542	993,236	SH		Sole		993,236
TRANSGENOMIC INC RSTD	COM	89365K206	790	2,000,000	SH		Sole		2,000,000
TEKMIRA PHARMACEUTICALS CORP	COM NEW	87911B209	1,517	320,000	SH		Sole		320,000
TESARO INC	COM	881569107	4,346	197,900	SH		Sole		197,900
UROPLASTY INC	COM NEW	917277204	716	287,613	SH		Sole		287,613
VENTRUS BIOSCIENCES INC	COM	922822101	1,674	560,000	SH		Sole		560,000
VERTEX PHARMACEUTICALS INC	COM	92532F100	10,994	200,000	SH		Sole		200,000
VIROPHARMA INC	COM	928241108	19,029	756,300	SH		Sole		756,300
VIVUS INC	COM	928551100	1,100	100,000	SH	P	Sole		100,000
XOMA CORP DEL	COM	98419J107	1,020	292,250	SH		Sole		292,250
ZIOPHARM ONCOLOGY INC	COM	98973P101	183	100,000	SH	C	Sole		100,000

837,211

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