

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13G

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions

Filing Date: **2001-08-03**
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([HTML Version](#) on [secdatabase.com](#))

FILED BY

STRONG RIVER INVESTMENTS INC

CIK: **1101751**
Type: **SC 13G**

Mailing Address
*GONZALES-RUIZ ALEMAN
LTD WICKHAMS CAY I
VANTERPOOL PLZ PO BOX
873 ROAD TOWN
TORTOLLA BVI*

Business Address
*GONZALEZ-RUIZ ALEMAN
LTD WICKHAMS CAY I
VANTERPOOL PLZ PO BOX
873 ROAD TOWN
TORTOLLA BVI*

SUBJECT COMPANY

MACROCHEM CORP

CIK: **743884** | IRS No.: **042744744** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **SC 13G** | Act: **34** | File No.: **005-36722** | Film No.: **01696924**
SIC: **2834** Pharmaceutical preparations

Mailing Address
*110 HARTWELL AVENUE
LEXINGTON MA 02173*

Business Address
*110 HARTWELL AVE
LEXINGTON MA 02173
6178624003*

SCHEDULE 13G

(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN THE STATEMENTS FILED PURSUANT TO RULES
13d-1(b)(c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)**

(Amendment No. __)*

Macrochem Corporation
(Name of Issuer)

Common Stock \$ 01 par value per share
(Title of Class of Securities)

55590310
(CUSIP Number)

July 12, 2001
(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).

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SCHEDULE 13G

CUSIP NO. 55590310

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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Strong River Investments, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(See Item 6) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

British Virgin Islands

NUMBER OF 5 SOLE VOTING POWER
SHARES -0-

BENEFICIALLY 6 SHARED VOTING POWER
OWNED BY 1,466,774 (See Item 4)

EACH 7 SOLE DISPOSITIVE POWER
REPORTING -0-

PERSON 8 SHARED DISPOSITIVE POWER
WITH 1,446,774 (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,446,774 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
5.4% (See Item 4)

12 TYPE OF REPORTING PERSON*
CO

* SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13G

CUSIP NO. 55590310

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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Cavallo Capital Corp.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(See Item 6) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

NUMBER OF 5 SOLE VOTING POWER

SHARES	-0-
BENEFICIALLY OWNED BY EACH REPORTING PERSON	6 SHARED VOTING POWER
	1,466,774 (See Item 4)
SOLE DISPOSITIVE POWER	7
REPORTING PERSON	-0-
SHARED DISPOSITIVE POWER	8
	1,466,774 (See Item 4)
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	9
	1,466,774 (See Item 4)
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	10
	[]
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	11
	5.4% (See Item 4)
TYPE OF REPORTING PERSON*	12
	CO

* SEE INSTRUCTIONS BEFORE FILLING OUT!

- Item 1(a) Name of Issuer:**
Macrochem Corporation (the "Company").
- Item 1(b) Address of Issuer's Principal Executive Offices:**
110 Hartwell Avenue, Lexington, Massachusetts 02421-3134.
- Item 2(a) Name of Persons Filing:**
Strong River Investments, Inc. ("Strong River")
Cavallo Capital Corp. ("Cavallo")
- Item 2(b) Address of Principal Business Office or, if None, Residence:**
Strong River:
Gonzalez-Ruiz & Aleman (BVI) Limited, Wickhams Cay 1, Vanterpool Plaza,
P.O.Box 873, Road Town, Tortolla, BVI.

Cavallo:
660 Madison, 18th Floor, New York, NY 10021.
- Item 2(c) Citizenship:**
Strong River:
British Virgin Islands

Cavallo:
New York
- Item 2(d) Title of Class of Securities:**
Common Stock, par value \$0.01 per share, of the Company (the "Common Stock").
- Item 2(e) CUSIP Number:**
55590310
- Item 3. If this Statement Is Filed Pursuant to Rules 13d-1(b), or 13d-2(b) or (c), Check Whether the Persons Filing are a:**
- (a) Broker or dealer registered under Section 15 of the Exchange Act;
 - (b) Bank as defined in Section 3(a)(6) of the Exchange Act;
 - (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act;
 - (d) Investment company registered under Section 8 of the Investment Company Act;
 - (e) An investment advisor in accordance with Rule 13d-1(b)(1)(ii)(E);
 - (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
 - (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
 - (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
 - (i) A church plan that is excluded from the definition of an investment company under Section (c)(14) of the Investment Company Act;
 - (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box. [X]

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- Item 4. Ownership.**
Provide the following information regarding the aggregate number and percentages of securities of the Issuer identified in Item 1.

Strong River:

- (a) Amount beneficially owned:
1,466,774 shares of Common Stock*
- (b) Percent of class:
5.4% (based on 26,564,607 shares of Common Stock outstanding).
- (c) Number of shares to which Strong River has:
 - (i) Sole power to vote or direct the vote:
-0-
 - (ii) Shared power to vote or direct the vote:
1,466,774 shares of Common Stock*
 - (iii) Sole power to dispose or to direct the disposition of:
-0-
 - (iv) Shared power to dispose of or direct the disposition of:
1,466,774 shares of Common Stock*

Cavallo:

- (a) Amount beneficially owned:
1,466,774 shares of Common Stock*
- (b) Percent of class:
5.4% (based on 26,564,607 shares of Common Stock outstanding).
- (c) Number of shares to which Strong River has:
 - (i) Sole power to vote or direct the vote:
-0-
 - (ii) Shared power to vote or direct the vote:
1,466,774 shares of Common Stock*
 - (iii) Sole power to dispose or to direct the disposition of:
-0-

*Does not include shares of Common Stock issuable to Strong River upon the exercise of a certain warrant issued to Strong River by the Company. The holder of such securities is prohibited from using them to acquire shares of Common Stock to the extent that such acquisition would result in such holder, together with any affiliate thereof, beneficially owning in excess of 4.999% of the outstanding shares of Common Stock following such acquisition.

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- Item 5. Ownership of Five Percent or Less of a Class:**
Not applicable.
- Item 6. Ownership of More than Five Percent on Behalf of Another Person:**
Pursuant to an investment management agreement between Strong River and Cavallo, Cavallo has the power to sell or vote on behalf of Strong River, some or all of the shares of Common Stock to which this report relates. As such, under Rule 13d-3(a), Cavallo may be deemed to be the beneficial owner of such shares.
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported 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 a Group.**
Not applicable.
- Item 10. Certification.**
By signing below, the undersigned certifies that, to the best of its 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 such purpose or effect.

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JOINT FILING AGREEMENT

In accordance with rule 13d-1(k)(1) of the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with each other of the attached statement on Schedule 13G, and all amendments thereto, and that such statement, and all amendments thereto, is made on behalf of each of them.

IN WITNESS WHEREOF, the undersigned hereby executes this agreement on July 23, 2001.

Strong River Investments, Inc.

By: Cavallo Capital Corp., Investment Manager

By: /s/ Avi Vigder

Name: Avi Vigder

Title: Managing Director

Cavallo Capital Corp.

By: /s/ Avi Vigder

Name: Avi Vigder

Title: Managing Director

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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.

Dated: July 23, 2001

Strong River Investments, Inc.

By: Cavallo Capital Corp., Investment Manager

By: /s/ Avi Vigder

Name: Avi Vigder

Title: Managing Director

Cavallo Capital Corp.

By: /s/ Avi Vigder

Name: Avi Vigder

Title: Managing Director

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