

Edgar Filing: APPLIED DNA SCIENCES INC - Form SC 13D

APPLIED DNA SCIENCES INC
Form SC 13D
June 01, 2005

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934

APPLIED DNA SCIENCES, INC.

(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.50
(Title of Class of Securities)

03815U 10 2
(CUSIP Number)

M. Richard Cutler, 3206 West Wimbledon Drive, Augusta, GA 30909

(Name, Address and Telephone Number of Person Authorized to Receive Notices and
Communications)

May 18, 2005

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

*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 disclosures provided in a prior cover page.

The information required on 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).

SCHEDULE 13D

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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Paul Aloysius Gerardius Loomans

152559449

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(A) []
(B) []

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Netherlands

7 SOLE VOTING POWER

526,087
NUMBER OF SHARES 8 SHARED VOTING POWER
BENEFICIALLY OWNED BY EACH REPORTING PERSON 9 SOLE DISPOSITIVE POWER
4,250,000
10 SHARED DISPOSITIVE POWER
- 0--

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
4,250,000

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 10.4% *

14 TYPE OF REPORTING PERSON (See Instructions) IN

*Based upon the Issuer's recent filing on Form SB-2/A. The Reporting Person has been advised that there are additional Shares issued by the Issuer subsequent to such report and that consequently the percentage referenced above may not be Accurate.

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ITEM 1. SECURITY AND ISSUER.

This Statement relates to shares of common stock, \$0.50 par value per share (the "Common Stock"), of APPLIED DNA SCIENCES, INC. (the "Corporation"). The Corporation's principal executive office is located at 9229 Sunset Blvd., suite

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805, Los Angeles, CA 90069

ITEM 2. IDENTITY AND BACKGROUND.

(a) This Statement is being filed by Paul Aloysius Gerardus Loomans. (the "Reporting Person").

(b) The business address of the Reporting Person is:

Brugstraat 42
5731 HH Mierlo
Netherlands

(c) The Reporting Person's present principal occupation is:

Investments

(d) During the last five years, Mr. Loomans has not been convicted in a criminal proceeding.

(e) During the last five years, Mr. Loomans has not been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding been subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities law or finding any violation with respect to such law.

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(f) The Reporting Person is a citizen of the Netherlands.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

The Reporting Person acquired a total of 526,087 shares of Common Stock of the Company pursuant to a Stock Purchase Agreement between the Reporting Person and RHL Management. The purchase of such shares was with personal funds.

The Reporting Person also entered into two option agreements with RHL Management pursuant to which he is entitled to acquire 1,843,071 shares on or before June 25, 2005 at an exercise price of \$1.00 per share, and to purchase 1,880,842 shares on or before August 9, 2005 at an exercise price of \$1.00 per share.

ITEM 4. PURPOSE OF TRANSACTION.

The Reporting Person does not have any present plan or proposal as a stockholder which relates to, or would result in any action with respect to, the matters listed in paragraphs (b) through (j) of Item 4 of Schedule 13D. In the future, the Reporting Entity may decide to purchase additional shares of Common Stock in the open market or a private transaction, or to sell any or all of his shares of Common Stock.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

a) As of April 29, 2004 the Issuer had issued and outstanding a total of 40,012,699 shares of Common Stock as represented in a Registration Statement on Form SB-2/A. As of that date, the Reporting Person was the beneficial owner of

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4,250,000 shares of Common Stock or approximately 10.3% of the issued and outstanding Common Stock. The Reporting Person has been advised and believes that additional shares of common stock of the Issuer are outstanding and that consequently the percentage ownership will be reduced.

(b) The Reporting Person has the sole power to vote, or to direct the vote of, 526,087 shares of Common Stock, shared power to vote an additional 3,723,913 and sole power to dispose of, or to direct the disposition of 4,250,000 shares of Common Stock. Upon exercise of the options, the Reporting Person would acquire sole power to vote any and all of such shares.

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(c) The Reporting Person acquired a total of 526,087 shares of Common Stock of the Company pursuant to a Stock Purchase Agreement between the Reporting Person and RHL Management. The purchase of such shares was with personal funds.

The Reporting Person also entered into two option agreements with RHL Management pursuant to which he is entitled to acquire 1,843,071 shares on or before June 25, 2005 at an exercise price of \$1.00 per share, and to purchase 1,880,842 shares on or before August 9, 2005 at an exercise price of \$1.00 per share.

(d) Not applicable.

(e) Not applicable.

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

NONE

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Exhibit 1 Stock Purchase Agreement dated as of May 10, 2005 by and among RHL Management Corp., Drs. Paul A.G. Loomans FB and Cutler Law Group.

Exhibit 2 Stock Option Agreement dated as of May 10, 2005 by and among RHL Management Corp., Drs. Paul A.G. Loomans FB and Cutler Law Group.

Exhibit 3 Stock Option Agreement dated as of May 10, 2005 by and among RHL Management Corp., Drs. Paul A.G. Loomans FB and Cutler Law Group.

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: May 18, 2005

/s/ Paul A G Loomans
Paul Aloysius Gerardus Loomans