

Alphatec Holdings, Inc.

Form 3

April 12, 2010

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**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

(Print or Type Responses)

1. Name and Address of Reporting Person  
\*  
^ HCPII Co-Invest Vehicle II,  
L.P.

(Last) (First) (Middle)

C/O  
HEALTHPOINTCAPITAL, ^ 505  
PARK AVE., 12TH FLOOR

(Street)

NEW YORK, ^ NY ^ 10022

(City) (State) (Zip)

2. Date of Event  
Requiring Statement  
(Month/Day/Year)  
03/26/20103. Issuer Name and Ticker or Trading Symbol  
Alphatec Holdings, Inc. [ATEC]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☒ 10%  
Owner  
☐ Officer ☐ Other  
(give title below) (specify below)6. Individual or Joint/Group  
Filing(Check Applicable Line)  
☒ Form filed by One Reporting  
Person  
☐ Form filed by More than One  
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common stock

1,344,179 <sup>(1)</sup>D <sup>(2)</sup> ^Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)3. Title and Amount of  
Securities Underlying  
Derivative Security4. Conversion  
or Exercise5. Ownership  
Form of6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

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(Instr. 4)				Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)
Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HCPII Co-Invest Vehicle II, L.P. C/O HEALTHPOINTCAPITAL 505 PARK AVE., 12TH FLOOR NEW YORK, NY 10022	Â X	Â X	Â	Â

## Signatures

/s/ Ebun S. Garner, ESQ.,  
attorney-in-fact

04/12/2010

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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 Reporting Person acquired the shares in connection with the Issuer's acquisition of Scient'x S.A. The Reporting Person received  
(1) 1,344,179 shares of common stock of the Issuer in exchange for its shares of common stock of Scient'x S.A. On the closing of the acquisition, the closing price of the Issuer's common stock was \$6.39 per share.

Mortimer Berkowitz III and John H. Foster, who are directors of the Issuer, are each a managing member of HGP II, LLC, which is the  
(2) general partner of the Reporting Person. Messrs. Berkowitz and Foster are representatives of the Reporting Person on the Issuer's board of directors and the Reporting Person is a "director by deputization."

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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