

SENYEI ANDREW E

Form 4

November 16, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SENYEI ANDREW E

2. Issuer Name **and** Ticker or Trading
Symbol
COMPLETE GENOMICS INC
[GNOM]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/16/2010

☒ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

C/O ENTERPRISE
PARTNERS, 2223 AVENIDA DE
LA PLAYA, SUITE 300

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

LA JOLLA, CA 92037-3218

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.001	11/16/2010		C		66,138	A	<u>\$</u>	66,138	I	See Footnote <u>(6)</u>
Common Stock, par value \$0.001	11/16/2010		C		27,049	A	<u>\$</u>	101,043	I	See Footnote <u>(6)</u>
Common Stock, par	11/16/2010		C		176,737	A	<u>\$</u>	176,737	I	See Footnote

value \$0.001								(7)
Common Stock, par value \$0.001	11/16/2010	C	259,458	A	5	436,195	I	See Footnote (7)
Common Stock, par value \$0.001	11/16/2010	X	138,794	A	\$ 7.56	574,989	I	See Footnote (7)
Common Stock, par value \$0.001	11/16/2010	F	23,133	D	\$ 9	551,856	I	See Footnote (7)
Common Stock, par value \$0.001	11/16/2010	X	17,261	A	\$ 7.56	569,117	I	See Footnote (7)
Common Stock, par value \$0.001	11/16/2010	F	14,500	D	\$ 9	554,617	I	See Footnote (7)
Common Stock, par value \$0.001	11/16/2010	X	8,378	A	\$ 7.56	562,995	I	See Footnote (7)
Common Stock, par value \$0.001	11/16/2010	F	7,038	D	\$ 9	555,957	I	See Footnote (7)
Common Stock, par value \$0.001	11/16/2010	P ⁽⁸⁾	111,111	A	\$ 9	667,068	I	See Footnote (7)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrant to Purchase Series D Preferred Stock ⁽⁵⁾	\$ 7.56	11/16/2010	X		17,261	<u>(10)</u>	04/06/2014		Common Stock	17,261
Warrant to Purchase Series D Preferred Stock ⁽⁵⁾	\$ 7.56	11/16/2010	X		2,958	<u>(10)</u>	06/12/2014		Common Stock	2,958
Warrant to Purchase Series D Preferred Stock ⁽⁵⁾	\$ 7.56	11/16/2010	X		8,378	<u>(10)</u>	06/12/2014		Common Stock	8,378
Warrant to Purchase Series D Preferred Stock ⁽⁵⁾	\$ 7.56	11/16/2010	X		1,096	<u>(10)</u>	08/05/2014		Common Stock	1,096

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SENYEI ANDREW E C/O ENTERPRISE PARTNERS 2223 AVENIDA DE LA PLAYA, SUITE 300 LA JOLLA, CA 92037-3218	X	X		

Signatures

/s/ Andrew E.
Senyei

11/16/2010

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (2) The shares are owned by Enterprise Partners VI, LP ("Enterprise VI"). Enterprise Management Partners VI, LLC ("Enterprise VI LLC") serves as the general partner of Enterprise VI. Andrew E. Senyei, M.D. is a managing director of Enterprise VI LLC and shares voting and investment power over the shares held by Enterprise VI. The Reporting Person disclaims beneficial ownership of the shares reported herein, except to the extent of his proportionate pecuniary interest therein.
- (5) Each share of Series D and Series E Preferred Stock was automatically converted into one share of Common Stock immediately prior to the completion of the Issuer's initial public offering.
- (6) The shares are owned by Enterprise Partners Management, LLC ("Enterprise LLC"). Andrew E. Senyei, M.D. is a managing director of Enterprise LLC and shares voting and investment power over the shares held by Enterprise LLC. The Reporting Person disclaims beneficial ownership of the shares reported herein, except to the extent of his proportionate pecuniary interest therein.
- (7) The shares are owned by Enterprise Partners V, LP ("Enterprise V"). Enterprise Management Partners V, LLC ("Enterprise V LLC") serves as the general partner of Enterprise V. Andrew E. Senyei, M.D. is a managing director of Enterprise V LLC and shares voting and investment power over the shares held by Enterprise V. The Reporting Person disclaims beneficial ownership of the shares reported herein, except to the extent of his proportionate pecuniary interest therein.
- (8) The securities are immediately convertible.
- (10) The warrant is immediately exercisable.

Remarks:

Form 2 of 2

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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