

Edgar Filing: ARQULE INC - Form SC 13G/A

ARQULE INC
Form SC 13G/A
June 04, 2001

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)

ArQule, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

04269E 10 7

(CUSIP Number)

May 21, 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)

(Continued on following pages)

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1 NAME OF REPORTING ENTITY

Shoch ("Shoch") John

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON
WITH

5

SOLE VOTING POWER
21,235 shares.

POWER

owned by

L.P.; 9,731

by AMA98

44,463 shares

Investors,

shares are owned by

L.P. The general

these

Ventures 1998,

Shoch is a

33,659 shares

6

SHARED VOTING

81,099 shares are

AMA98 Ventures,

shares are owned

Corporate, L.P.;

are owned by AMA98

L.P.; 17,908

AMA98 Partners,

partner of each of

entities is Alloy

LLC, of which

managing member.

are owned by Asset

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Management

L.P., the

which is AMC

Shoch is a

AMC

Shoch may be

shared power to

described

Associates 1996,

general partner of

Partners 96, L.P.

general partner of

Partners 96, L.P.

deemed to have a

vote the shares

therein.

POWER

7

SOLE DISPOSITIVE

item 5

see response to

POWER

8

SHARED VOTING

item 6

see response to

9

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON

208,095

10

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

[]

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

1.0%

12

TYPE OF REPORTING PERSON*

IN

[FN]

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OUT! * SEE INSTRUCTIONS BEFORE FILLING

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1 NAME OF REPORTING ENTITY Craig
Taylor ("Taylor")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United States

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
SOLE VOTING POWER
30,040 shares.

6 SHARED VOTING
POWER
owned by
L.P.; 9,731
by AMA98
44,463 shares
Investors,
shares are owned by
L.P. The general
81,099 shares are
AMA98 Ventures,
shares are owned
Corporate, L.P.;
are owned by AMA98
L.P.; 17,908
AMA98 Partners,

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<p>these</p> <p>Ventures 1998,</p> <p>Taylor is a</p> <p>33,659 shares</p> <p>Management</p> <p>L.P., the</p> <p>which is AMC</p> <p>Taylor is a</p> <p>AMC</p> <p>Taylor may be</p> <p>shared power to</p> <p>described</p> <p>-----</p> <p>-----</p>	<p>partner of each of</p> <p>entities is Alloy</p> <p>LLC, of which</p> <p>managing member.</p> <p>are owned by Asset</p> <p>Associates 1996,</p> <p>general partner of</p> <p>Partners 96, L.P.</p> <p>general partner of</p> <p>Partners 96, L.P.</p> <p>deemed to have a</p> <p>vote the shares</p> <p>therein.</p>
--	--

<p>POWER</p> <p>item 5</p> <p>-----</p> <p>-----</p>	<p>7</p> <p>SOLE DISPOSITIVE</p> <p>see response to</p>
--	---

<p>POWER</p> <p>item 6</p> <p>-----</p> <p>-----</p>	<p>8</p> <p>SHARED VOTING</p> <p>see response to</p>
--	--

<p>9</p> <p>216,900</p> <p>-----</p> <p>-----</p>	<p>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH</p> <p>REPORTING PERSON</p>
---	--

<p>10</p> <p>[]</p> <p>-----</p> <p>-----</p>	<p>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)</p> <p>EXCLUDES CERTAIN SHARES*</p>
--	---

<p>11</p> <p>1.1%</p> <p>-----</p>	<p>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9</p>
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12 TYPE OF REPORTING PERSON*

IN

[FN]

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING ENTITY Douglas E.
Kelly ("Kelly")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) ☐
(b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF 5 SOLE VOTING POWER
SHARES 6,909 shares.
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON
WITH

POWER 6 SHARED VOTING
owned by 81,099 shares are
L.P.; 9,731 AMA98 Ventures,
by AMA98 shares are owned
Corporate, L.P.;

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44,463 shares

Investors,

shares are owned by

L.P. The general

these

Ventures 1998,

Kelly is a

33,659 shares

Management

L.P., the

which is AMC

Kelly is a

AMC

Kelly may be

shared power to

described

are owned by AMA98

L.P.; 17,908

AMA98 Partners,

partner of each of

entities is Alloy

LLC, of which

managing member.

are owned by Asset

Associates 1996,

general partner of

Partners 96, L.P.

general partner of

Partners 96, L.P.

deemed to have a

vote the shares

therein.

POWER 7 SOLE DISPOSITIVE

see response to
item 5

POWER 8 SHARED VOTING

see response to
item 6

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON

193,769

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

[]

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

1.0%

12 TYPE OF REPORTING PERSON*

IN

[FN]

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING ENTITY

Tony Di

Bona ("Di Bona")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) ☐

(b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Australia

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON
WITH

5

SOLE VOTING POWER
3,010 shares.

6

SHARED VOTING

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POWER

owned by

L.P.; 9,731

by AMA98

44,463 shares

Investors,

shares are owned by

L.P. The general

these

Ventures 1998,

Bona is a

33,659 shares

Management

L.P., the

which is AMC

Di Bona is a

AMC

Di Bona may be

shared power to

described

81,099 shares are

AMA98 Ventures,

shares are owned

Corporate, L.P.;

are owned by AMA98

L.P.; 17,908

AMA98 Partners,

partner of each of

entities is Alloy

LLC, of which Di

managing member.

are owned by Asset

Associates 1996,

general partner of

Partners 96, L.P.

general partner of

Partners 96, L.P.

deemed to have a

vote the shares

therein.

POWER

7

SOLE DISPOSITIVE

item 5

see response to

POWER

8

SHARED VOTING

item 6

see response to

9

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

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REPORTING PERSON

189,870

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

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.9%

12 TYPE OF REPORTING PERSON*

IN

[FN]

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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ITEM 1(A). NAME OF ISSUER

Arqule, Inc.

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE
OFFICES

19 Presidential Way
Woburn, Massachusetts 01801

ITEM 2(A). NAME OF PERSONS FILING

This Statement is filed by John Shoch
("Shoch"), Craig
Taylor ("Taylor"), Douglas E. Kelly ("Kelly"), and Tony Di Bona
("Di Bona").
The foregoing entities and individuals are collectively referred
to as the
"Reporting Persons."

AMC Partners 96, L.P. is the general partner
of Asset
Management Associates 1996, L.P. Shoch, Taylor, Kelly and Di
Bona are
general partners of AMC Partners 96, L.P. Shoch, Taylor, Kelly

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and Di Bona
may be deemed to have indirect beneficial ownership of shares of
the issuer
owned directly by Asset Management Associates 1996, L.P.

Alloy Ventures 1998, LLC is the general
partner of
AMA98 Ventures, L.P., AMA98 Corporate, L.P., AMA98 Investors,
L.P. and
AMA98 Partners, L.P. Shoch, Taylor, Kelly and Di Bona are the
managing
members of Alloy Ventures 1998, LLC. Shoch, Taylor, Kelly and
Di Bona
may be deemed to have indirect beneficial ownership of shares of
the issuer
owned directly by AMA98 Ventures, L.P., AMA98 Corporate, L.P.,
AMA98
Investors, L.P. and AMA98 Partners, L.P.

Shoch, Taylor, Kelly and Di Bona hereby
disclaim beneficial
ownership of shares of issuer directly owned by Asset Management
Associates
1996, L.P., AMA98 Ventures, L.P., AMA98 Corporate, L.P., AMA98
Investors, L.P.
and AMA98 Partners, L.P. except to the extent of any indirect
pecuniary
interest therein.

ITEM 2(B). ADDRESS OF PRINCIPAL OFFICE

The address for each of the Reporting Persons
is:

Alloy Ventures.
480 Cowper Street, 2nd Floor.
Palo Alto, CA 94301

ITEM 2(C) CITIZENSHIP

Shoch, Taylor, and Kelly are all United States
citizens.

Di Bona is an Australian citizen.

ITEM 2(D) AND (E). TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER

Common Stock
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ITEM 3. Not Applicable

ITEM 4. OWNERSHIP

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(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of:

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:

See Row 8 of cover page for each Reporting Person.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Under certain circumstances set forth in the limited partnership agreements of Asset Management Associates 1996, L.P., AMA98 Ventures, L.P., AMA98 Corporate, L.P., AMA98 Investors, L.P. and AMA98 Partners, L.P. the general and limited partners of each of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the issuer owned by each such entity of which they are

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CRAIG TAYLOR

/s/ Douglas E. Kelly

DOUGLAS E. KELLY

/s/ Tony Di Bona

TONY DI BONA

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EXHIBIT INDEX

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EXHIBIT A

Agreement of Joint Filing

The undersigned hereby agree that a single
Schedule 13G
(or any amendment thereto) relating to the Common Stock of
Arqule, Inc.
shall be filed on behalf of each of the undersigned and that
this Agreement
shall be filed as an exhibit to such Schedule 13G.

Executed this 31st day of May, 2001.

/s/ John Shoch

JOHN SHOCH

/s/ Craig Taylor

CRAIG TAYLOR

/s/ Douglas E. Kelly

DOUGLAS E. KELLY

/s/ Tony Di Bona

TONY DI BONA