

BIOLASE, INC
Form SC 13D/A
August 22, 2017

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934*

(Amendment No. 16)

Biolase, Inc.

(Name of Issuer)

Common Stock, Par Value \$0.0001 Per Share

(Title of Class of Securities)

411307101

(CUSIP Number)

Larry N. Feinberg
c/o Oracle Investment Management, Inc.
200 Greenwich Avenue
Greenwich, CT 06830
(203) 862-7900

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

With a copy to:

Jeffrey Hochman, Esq.
Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, New York 10019
(212) 728-8000

August 19, 2017

(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 §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-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 240.13d-7 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.

SCHEDULE 13D/A
CUSIP No. 411307101

NAMES OF REPORTING PERSONS

1
Larry N. Feinberg

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

(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)
OO

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

6 CITIZENSHIP OR PLACE OF
ORGANIZATION

United States

NUMBER OF SHARES⁷ BENEFICIALLY OWNED

SOLE VOTING POWER
0 (See Item 5)

BY EACH REPORTING PERSON WITH

SHARED VOTING POWER
20,971,982
(See Item 5)

9

SOLE DISPOSITIVE POWER
0 (See Item 5)

10

SHARED DISPOSITIVE POWER

20,971,982
(See Item 5)

11 AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING PERSON
20,971,982* (See Item 5)

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

13 PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (11)
26.67%**

14 TYPE OF REPORTING PERSON (See
Instructions)
IN

* Includes 850,797 Shares (defined below) issuable upon exercise of the Warrants (defined in Amendment No. 12). Does not include other existing warrants for an aggregate of 1,344,276 Shares, which are not currently exercisable due to the 19.99% Limitation.

** This percentage is based on a total of 78,628,111 Shares outstanding, which is the sum of 75,976,779 Shares outstanding as of July 31, 2017, plus (i) 850,797 Warrants that can currently be exercised and (ii) 1,800,535 warrants which will be exercisable on October 18, 2017.

SCHEDULE 13D/A
CUSIP No. 411307101

1 NAMES OF REPORTING PERSONS
Oracle Partners, L.P.

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)
OO

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

6 CITIZENSHIP OR PLACE OF
ORGANIZATION

Delaware

NUMBER OF SHARES/ BENEFICIALLY OWNED BY EACH REPORTING PERSONS WITH	SOLE VOTING POWER -0- (See Item 5) SHARED VOTING POWER 14,496,058 (See Item 5)
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9	SOLE DISPOSITIVE POWER -0- (See Item 5)
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10	SHARED DISPOSITIVE POWER
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14,496,058
(See Item 5)

11 AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING PERSON
14,496,058* (See Item 5)

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

13 PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (11)
18.58%**

14 TYPE OF REPORTING PERSON (See
Instructions)
PN

* Includes 749,027 Shares issuable upon exercise of the Warrants. Does not include other existing warrants for an aggregate of 336,047 Shares, which are not currently exercisable due to the 19.99% Limitation.

** This percentage is based on a total of 78,022,191 Shares outstanding, which is the sum of 75,976,779 Shares outstanding as of July 31, 2017, plus (i) 749,027 Warrants that can currently be exercised and (ii) 1,296,385 warrants which will be exercisable on October 18, 2017.

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SCHEDULE 13D/A
CUSIP No. 411307101

1 Oracle Institutional Partners, LP

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)
OO

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

6 CITIZENSHIP OR PLACE OF
ORGANIZATION
Delaware

7 SOLE
VOTING
POWER
-0-

NUMBER
OF
SHARES⁸
BENEFICIALLY
OWNED

SHARED
VOTING
POWER
2,790,871 (See
Item 5)

BY
EACH
REPORTING
PERSON
WITH

SOLE
DISPOSITIVE
POWER
-0-

10 SHARED
DISPOSITIVE
POWER
2,790,871 (See
Item 5)

11 AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING PERSON
2,790,871* (See Item 5)

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

13 PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (11)
3.66%**

14 TYPE OF REPORTING PERSON (See
Instructions)
OO

* Includes 101,770 Shares issuable upon exercise of the Warrants. Does not include other existing warrants for an aggregate of 470,465 Shares, which are not currently exercisable due to the 19.99% Limitation.

** This percentage is based on a total of 76,294,613 Shares outstanding, which is the sum of 75,976,779 Shares outstanding as of July 31, 2017, plus (i) 101,770 Warrants that can currently be exercised and (ii) 216,064 warrants which will be exercisable on October 18, 2017.

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SCHEDULE 13D/A
 CUSIP No. 411307101

1 Oracle Ten Fund Master, LP

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

(a)
 (b)

3 SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4 OO

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

CITIZENSHIP OR PLACE OF
 ORGANIZATION

6 Cayman Islands

NUMBER
 OF
 SHARES⁷
 BENEFICIALLY
 OWNED
 BY
 EACH
 REPORTING
 PERSON
 WITH

SOLE
 VOTING
 POWER
 -0-
 SHARED
 VOTING
 POWER
 3,393,628 (See
 Item 5)

9 SOLE
 DISPOSITIVE
 POWER
 -0-

10 SHARED
 DISPOSITIVE
 POWER
 3,393,628 (See
 Item 5)

11 AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING PERSON
3,393,628 (See Item 5)*

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

13 PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (11)
4.45%**

14 TYPE OF REPORTING PERSON (See
Instructions)
OO

* Does not include other existing warrants for an aggregate of 537,764 Shares, which are not currently exercisable due to the 19.99% Limitation.

** This percentage is based on a total of 76,264,865 Shares outstanding, which is the sum of 75,976,779 Shares outstanding as of July 31, 2017, plus 288,086 warrants which will be exercisable on October 18, 2017.

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SCHEDULE 13D/A
CUSIP No. 411307101

1 Oracle Investment Management, Inc.
Employees' Retirement Plan

CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
2 Instructions)
(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

OO

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

6 CITIZENSHIP OR PLACE OF
ORGANIZATION

Delaware

NUMBER
OF
SHARES⁷
BENEFICIALLY
OWNED
BY
EACH
REPORTING
PERSON
WITH

SOLE
VOTING
POWER
-0-

SHARED
VOTING
POWER
239,425 (See
Item 5)

9

SOLE
DISPOSITIVE
POWER
-0-

10

SHARED
DISPOSITIVE
POWER

239,425 (See
Item 5)

11 AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING PERSON
239,425 (See Item 5)

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

13 PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (11)
0.3%*

14 TYPE OF REPORTING PERSON (See
Instructions)
PN

* This percentage is based on a total of 75,976,779 Shares outstanding as of July 31, 2017.

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SCHEDULE 13D/A
 CUSIP No. 411307101

1 The Feinberg Family Foundation

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

(a)
 (b)

3 SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4 N/A

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

CITIZENSHIP OR PLACE OF
 6 ORGANIZATION

Delaware

NUMBER
 OF
 SHARES⁷
 BENEFICIALLY
 OWNED
 BY
 EACH
 REPORTING
 PERSON
 WITH

SOLE
 VOTING
 POWER
 -0-

SHARED
 VOTING
 POWER
 52,000 (See
 Item 5)

9

SOLE
 DISPOSITIVE
 POWER
 -0-

10

SHARED
 DISPOSITIVE
 POWER
 52,000 (See
 Item 5)

11 AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING PERSON
52,000 (See Item 5)

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

13 PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (11)
0.07%*

14 TYPE OF REPORTING PERSON (See
Instructions)
PN

* This percentage is based on a total of 75,976,779 Shares outstanding as of July 31, 2017.

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SCHEDULE 13D/A
CUSIP No. 411307101

1 NAMES OF REPORTING PERSONS
Oracle Associates, LLC

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)
OO

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

7 SOLE VOTING POWER
-0- (See Item 5)

8 SHARED VOTING POWER
20,680,557 (See Item 5)

9 SOLE DISPOSITIVE POWER
-0- (See Item 5)

10 SHARED DISPOSITIVE POWER
20,680,557 (See Item 5)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
20,680,557* (See Item 5)

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

13 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)
26.30%**

14 TYPE OF REPORTING PERSON
(See Instructions)
PN

* Includes 850,797 Shares issuable upon exercise of the Warrants. Does not include other existing warrants for an aggregate of 1,344,276 Shares, which are not currently exercisable due to the 19.99% Limitation.

** This percentage is based on a total of 78,628,111 Shares outstanding, which is the sum of 75,976,779 Shares outstanding as of July 31, 2017, plus (i) 850,797 Warrants that can currently be exercised and (ii) 1,800,535 warrants which will be exercisable on October 18, 2017.

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SCHEDULE 13D/A
 CUSIP No. 411307101

1 NAMES OF REPORTING PERSONS
 Oracle Investment Management, Inc.

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)
 N/A

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

6 CITIZENSHIP OR PLACE OF
 ORGANIZATION
 Delaware

NUMBER OF SHARES ⁷ BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER -0- SHARED VOTING POWER 3,633,053 (See Item 5)
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9	SOLE DISPOSITIVE POWER -0-
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10	SHARED DISPOSITIVE POWER
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3,633,053 (See
Item 5)

11 AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING PERSON
3,633,053* (See Item 5)

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

13 PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (11)
4.76%**

14 TYPE OF REPORTING PERSON (See
Instructions)
CO

* Does not include other existing warrants for an aggregate of 537,764 Shares, which are not currently exercisable due to the 19.99% Limitation.

** This percentage is based on a total of 76,264,865 Shares outstanding, which is the sum of 75,976,779 Shares outstanding as of July 31, 2017, plus 288,086 warrants which will be exercisable on October 18, 2017.

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This Amendment No. 16 (the "Amendment") amends the Schedule 13D originally filed with the Securities and Exchange Commission on November 22, 2013, as previously amended by Amendment No. 1, filed on December 20, 2013, Amendment No. 2, filed on February 13, 2014, Amendment No. 3, filed on March 11, 2014, Amendment No. 4, filed on March 12, 2014, Amendment No. 5, filed on May 15, 2014, Amendment No. 6, filed on June 2, 2014, Amendment No. 7 filed on July 9, 2014, Amendment No. 8, filed on July 9, 2014, Amendment No. 9, filed on November 7, 2014, Amendment No. 10, filed on March 9, 2015, Amendment No. 11, filed on November 12, 2015, Amendment No. 12, filed on August 3, 2016, Amendment No. 13, filed on October 6, 2016, Amendment No. 14, filed on April 21, 2017 and Amendment No. 15, filed on July 5, 2017 (the "Original Schedule 13D," and collectively with the Amendments, the "Statement") with respect to the shares of common stock par value \$0.001 per share ("Shares") of Biolase, Inc. (the "Issuer"), whose principal executive offices are located at 4 Cromwell, Irvine, CA 92618.

Item 4. Purpose of Transaction.

Item 4 of the Statement is hereby supplemented as follows:

The purpose of this Amendment is solely to reflect that the 1,800,535 New Warrants purchased in April 2017 are now exercisable within 60 days (specifically October 18, 2017). Accordingly, the underlying Shares are now included in the Reporting Persons beneficial ownership.

Item 5. Interest in Securities of the Issuer.

Item 5 of the Statement is hereby amended and restated as follows:

This aggregate percentage of Shares reported owned by each person named herein is the sum of 75,976,779 Shares outstanding as of July 31, 2017, as reported in the Issuer's Form 10-Q, filed with the Securities and Exchange Commission on August 7, 2017, plus the following number of Shares issuable upon the exercise of Warrants that can be exercised as of October 18, 2017: (i) in the case of Mr. Larry Feinberg and General Partner (as defined below), 2,651,332, (ii) in the case of Partners (as defined below), 2,045,412, (iii) in the case of Institutional Partners (as defined below), 317,834, and (iv) in the case of Ten Fund (as defined below), 288,086. The Reporting Persons may be deemed to constitute a "person" or "group" within the meaning of Section 13(d)(3) of the Act. The filing of this Schedule 13D shall not be construed as an admission of such beneficial ownership or that the Reporting Persons constitute a person or a group.

(a, b) Partners

As of the date hereof, Oracle Partners, L.P. ("Partners") may be deemed to be the beneficial owner of 14,496,058 Shares, constituting approximately 18.58% of the Shares outstanding.

Partners has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 14,496,058 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 14,496,058 Shares.

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The above numbers do not include 336,047 warrants which are not currently exercisable due to the 19.99% Limitation.

(a, b) Institutional Partners

As of the date hereof, Oracle Institutional Partners, LP ("Institutional Partners") may be deemed to be the beneficial owner of 2,790,871 Shares, constituting approximately 3.66% of the Shares outstanding.

Institutional Partners has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 2,790,871 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 2,790,871 Shares.

The above numbers do not include 470,465 warrants which are not currently exercisable due to the 19.99% Limitation.

(a, b) Ten Fund

As of the date hereof, Oracle Ten Fund Master, LP ("Ten Fund") may be deemed to be the beneficial owner of 3,393,628 Shares, constituting approximately 4.45% of the Shares outstanding.

Ten Fund has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 3,393,628 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 3,393,628 Shares.

The above numbers do not include 537,764 warrants which are not currently exercisable due to the 19.99% Limitation.

(a, b) Retirement

As of the date hereof, Oracle Investment Management, Inc. Employees' Retirement Plan ("Retirement") may be deemed to be the beneficial owner of 239,425 Shares, constituting approximately 0.3% of the Shares outstanding.

Retirement has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 239,425 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 239,425 Shares.

(a, b) Foundation

As of the date hereof, Feinberg Family Foundation (“Foundation”) may be deemed to be the beneficial owner of 52,000 Shares, constituting approximately 0.07% of the Shares outstanding.

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Foundation has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 52,000 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 52,000 Shares.

(a, b) General Partner

Oracle Associates, LLC ("General Partner"), as the general partner of Partners, Institutional Partners, and Ten Fund, may be deemed to be the indirect beneficial owner of 20,680,557 Shares held in Partners, Institutional Partners and Ten Fund, constituting approximately 26.30% of the Shares outstanding.

General Partner has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 20,680,557 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 20,680,557 Shares.

The above numbers do not include 1,344,276 warrants which are not currently exercisable due to the 19.99% Limitation.

(a, b) Manager

Oracle Investment Management, Inc. ("Manager"), as the investment manager of Ten Fund and Retirement, may be deemed to be the indirect beneficial owner of the Shares beneficially owned by Ten Fund and Retirement. As of the date hereof, Manager may be deemed to be the beneficial owner of 3,633,053 Shares, constituting approximately 4.76% of the Shares outstanding.

Manager has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 3,633,053 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 3,633,053 Shares.

The above numbers do not include 537,764 warrants which are not currently exercisable due to the 19.99% Limitation.

(a, b) Larry Feinberg

Mr. Feinberg serves as the managing member of the General Partner, and accordingly, may be deemed to be the indirect beneficial owner of the Shares beneficially owned by General Partner. Mr. Feinberg is the sole shareholder and president of the Manager, and accordingly, may be deemed to be the beneficial owner of the Shares beneficially owned by Manager. Mr. Feinberg serves as the Trustee of the Foundation, and accordingly, may be deemed to be the indirect beneficial owner of the Shares beneficially owned by Foundation. As of the date hereof, Mr. Feinberg may be deemed to be the beneficial owner of 20,971,982 Shares, constituting approximately 26.67% of the Shares outstanding.

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Mr. Feinberg has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 20,971,982 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 20,971,982 Shares.

The above numbers do not include 1,344,276 warrants which are not currently exercisable due to the 19.99% Limitation.

- c) As of the date hereof, no transaction in the Shares had been effected by the Reporting Persons within the past 60 days.
- d) No person other than the Reporting Persons is known to have the right to receive, or the power to direct the receipt of dividends from, or proceeds from the sale of, the Shares.
- e) Not applicable.

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

ORACLE PARTNERS, LP

By: ORACLE ASSOCIATES, LLC, its general partner

Dated: August 21, 2017

By: /s/ Larry N. Feinberg

Name: Larry N. Feinberg

Title: Managing Member

ORACLE TEN FUND MASTER, LP

By: ORACLE ASSOCIATES, LLC, its general partner

Dated: August 21, 2017

By: /s/ Larry N. Feinberg

Name: Larry N. Feinberg

Title: Managing Member

ORACLE INSTITUTIONAL PARTNERS, LP

By: ORACLE ASSOCIATES, LLC, its general partner

Dated: August 21, 2017

By: /s/ Larry N. Feinberg

Name: Larry N. Feinberg

Title: Managing Member

ORACLE INVESTMENT MANAGEMENT, INC.
EMPLOYEES' RETIREMENT PLAN

Dated: August 21, 2017

By: /s/ Larry N. Feinberg

Name: Larry N. Feinberg

Title: Trustee

ORACLE ASSOCIATES, LLC

By: /s/ Larry N. Feinberg

Dated: August 21, 2017 Name: Larry N. Feinberg
Title: Managing Member

ORACLE INVESTMENT MANAGEMENT, INC.

Dated: August 21, 2017 By: /s/ Larry N. Feinberg

Name: Larry N. Feinberg
Title: President and Director

THE FEINBERG FAMILY FOUNDATION

Dated: August 21, 2017 By: /s/ Larry N. Feinberg

Name: Larry N. Feinberg
Title: Trustee

LARRY N. FEINBERG

Dated: August 21, 2017
/s/ Larry N. Feinberg