

PATHEON INC
Form 3
April 26, 2011

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

OMB APPROVAL

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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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â JLL Patheon Holdings LLC		(Month/Day/Year)	PATHEON INC [PTI]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
450 LEXINGTON AVENUE, 31ST FLOOR		04/26/2011		
(Street)		(Check all applicable)		
NEW YORK,Â NYÂ 10017		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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)
Class I Preferred Shares, Series D	150,000	D <u>(1)</u> <u>(2)</u>	Â
Restricted Voting Shares	72,077,781	I	See footnote <u>(3)</u>

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 Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JLL Patheon Holdings LLC 450 LEXINGTON AVENUE, 31ST FLOOR NEW YORK, NY 10017	^	^ X	^	^
JLL Patheon Holdings, Cooperatief U.A. 450 LEXINGTON AVENUE, 31ST FLOOR NEW YORK, NY 10017	^	^ X	^	^
JLL Partners Associates GP V (Patheon), Ltd. 450 LEXINGTON AVENUE, 31ST FLOOR NEW YORK, NY 10017	^	^ X	^	^
JLL Partners Fund V (Patheon), L.P. 450 LEXINGTON AVENUE, 31ST FLOOR NEW YORK, NY 10017	^	^ X	^	^
JLL Associates V (Patheon), L.P. 450 LEXINGTON AVENUE, 31ST FLOOR NEW YORK, NY 10017	^	^ X	^	^

Signatures

/s/ David S. Field,
attorney-in-fact 04/26/2011

**Signature of Reporting Person Date

/s/ David S. Field,
attorney-in-fact 04/26/2011

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/s/ David S. Field,
attorney-in-fact 04/26/2011

**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).

This report is filed jointly by JLL Patheon Holdings, Cooperatief U.A.; JLL Patheon Holdings, LLC; JLL Partners Fund V (Patheon), L.P.; JLL Associates V (Patheon), L.P.; JLL Associates G.P. V (Patheon), Ltd.; Eugene Hahn; Michael J. Schwartz; Frank J. Rodriguez; Alexander R. Castaldi; Kevin T. Hammond; Michel Lagarde; and Brett N. Milgrim (each, a "Reporting Person" and, collectively, the "Reporting Persons") in connection with their respective direct or indirect relationships with Patheon Inc. (the "Company"). JLL Associates G.P. V (Patheon), Ltd. ("JLL Limited") is the sole general partner of JLL Associates V (Patheon), L.P., which is the sole general partner of JLL Partners Fund V (Patheon), L.P., which in turn is the sole member of JLL Patheon Holdings, LLC. JLL Patheon Holdings, LLC is the 99% owner and controlling member of JLL Patheon Holdings, Cooperatief U.A. ("JLL CoOp"). (continued on next footnote)

(1)

(continued from previous footnote) The following individuals serve on the board of directors of JLL Limited: Eugene Hahn; Michael J. Schwartz; Frank J. Rodriguez; Alexander R. Castaldi; Kevin T. Hammond; Michel Lagarde; and Brett N. Milgrim. JLL Patheon Holdings, LLC is the direct beneficial owner of 150,000 class I preferred shares, series D (the "Preferred Shares") of the Company. Each Reporting Person other than JLL CoOp and JLL Patheon Holdings, LLC may be deemed to be the indirect beneficial owner of 150,000 Preferred Shares of the Company. Each Reporting Person disclaims beneficial ownership of these securities except to the extent of such Reporting Person's pecuniary interest therein, and this report shall not be deemed an admission that any of these Reporting Persons is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

(2)

JLL CoOp is the direct beneficial owner of 72,077,781 restricted voting shares (the "Restricted Voting Shares") of the Company. Each Reporting Person other than JLL CoOp may be deemed to be the indirect beneficial owner of 72,077,781 Restricted Voting Shares. Each Reporting Person disclaims beneficial ownership of these securities except to the extent of such Reporting Person's pecuniary interest therein, and this report shall not be deemed an admission that any of these Reporting Persons is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

(3)

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Remarks:

ExhibitÂ Index

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

ThisÂ FormÂ 3Â isÂ beingÂ filedÂ inÂ twoÂ partsÂ becauseÂ ofÂ theÂ electronicÂ filingÂ system'sÂ limitationÂ toÂ ten

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.