

VIACELL INC
Form 3
June 20, 2005

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)

| | | | | | |
|--|---|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Bierer Barbara</p> <p>(Last) (First) (Middle)</p> <p>BRIGHAM AND WOMEN'S HOSPITAL,Â 15 FRANCIS STREET ENTRANCE</p> <p>(Street)</p> <p>BOSTON,Â MAÂ 02115</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/09/2005</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>VIACELL INC [VIAC]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|---|---|

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, \$0.01 par value | 9,404 | D | Â |

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 Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Employee Stock Option (Right to Buy) | Â (1) | 09/30/2012 | Common Stock | 2,188 | \$ 5 | D | Â |
| Employee Stock Option (Right to Buy) | Â (2) | 06/01/2013 | Common Stock | 3,000 | \$ 5 | D | Â |
| Employee Stock Option (Right to Buy) | Â (3) | 09/28/2010 | Common Stock | 5,000 | \$ 0.3 | D | Â |
| Employee Stock Option (Right to Buy) | Â (4) | 09/28/2010 | Common Stock | 15,000 | \$ 0.3 | D | Â |
| Employee Stock Option (Right to Buy) | Â (5) | 12/08/2014 | Common Stock | 3,000 | \$ 5 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Bierer Barbara BRIGHAM AND WOMEN'S HOSPITAL 15 FRANCIS STREET ENTRANCE BOSTON, MA 02115 | Â X | Â | Â | Â |

Signatures

/s/ Barbara Bierer 06/09/2005

**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).
- (1) The option became exercisable in a single installment as to all 2,188 shares on September 30, 2002.
- (2) The option is currently exercisable as to all 3,000 shares. The option became exercisable as to 1,000 shares on June 1, 2003 and became exercisable as to the remaining 2,000 on June 1, 2004.
- (3) The option became exercisable in a single installment as to all 5,000 shares on September 28, 2000.
- (4) The option is currently exercisable as to all 15,000 shares. The option became exercisable as to 7,500 shares on September 28, 2001 and as to the remaining 7,500 shares on September 28, 2002.
- (5) The option is currently exercisable as to 750 shares. The option vests in four equal installments annually beginning on June 1, 2005.

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.