

XTENT INC
Form 3
January 31, 2007

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 ADAMS STREET			(Month/Day/Year)	XTENT INC [XTNT]	
PARTNERS LLC			01/31/2007		
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
ONE NORTH WACKER			(Check all applicable)		
DRIVE SUITE 2200			_____ Director <input checked="" type="checkbox"/> 10% Owner		
(Street)			_____ Officer _____ Other		
CHICAGO,Â ILÂ 60606			(give title below) (specify below)		
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line)		
			___ 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)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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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 Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of			

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				Shares		or Indirect (I) (Instr. 5)	
Series D Convertible Preferred Stock	Â (1)	Â (3)	Common Stock	404,696	\$ 0 (1)	I (4)	By Adams Street V, L.P.
Series D Convertible Preferred Stock	Â (2)	Â (3)	Common Stock	438,000	\$ 0 (2)	I (5)	By Adams Street 2006 Direct Fund, L.P.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ADAMS STREET PARTNERS LLC ONE NORTH WACKER DRIVE SUITE 2200 CHICAGO, IL 60606	Â	Â X	Â	Â
ADAMS STREET V LP ONE NORTH WACKER DRIVE SUITE 2200 CHICAGO, IL 60606	Â	Â X	Â	Â
ADAMS STREET 2006 DIRECT FUND LP ONE NORTH WACKER DRIVE SUITE 2200 CHICAGO, IL 60606	Â	Â X	Â	Â
ASP 2006 Direct Management LLC ONE NORTH WACKER DRIVE SUITE 2200 CHICAGO, IL 60606	Â	Â X	Â	Â

Signatures

/s/ Elisha (Terry) P. Gould,
Partner

01/31/2007

**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 reported securities are convertible at any time at the option of Adams Street V, L.P., but automatically convert into shares of Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering, estimated to be on or about February 6, 2007.
 - (2) The reported securities are convertible at any time at the option of Adams Street 2006 Direct Fund, L.P., but automatically convert into shares of Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering, estimated to be on or about February 6, 2007.
 - (3) Not applicable.
 - (4) The reported securities are owned directly by Adams Street V, L.P. and indirectly by Adams Street Partners, L.L.C., as general partner of Adams Street V, L.P. Adams Street Partners, L.L.C. disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein. Adams Street 2006 Direct Fund, L.P. and ASP 2006 Direct Management, L.L.C. disclaim beneficial ownership of these securities.
 - (5) The reported securities are owned directly by Adams Street 2006 Direct Fund, L.P. and indirectly by ASP 2006 Direct Management, L.L.C., as general partner of Adams Street 2006 Direct Fund, L.P., and Adams Street Partners, L.L.C. as managing member of ASP

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2006 Direct Management, L.L.C. ASP 2006 Direct Management, L.L.C. and Adams Street Partners, L.L.C. disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein. Adams Street V, L.P. disclaims beneficial ownership of these securities.

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Remarks:

The Â DateÂ of Â EventÂ is Â basedÂ uponÂ theÂ dateÂ ofÂ effectivenessÂ ofÂ theÂ Issuer'sÂ RegistrationÂ StatementÂ o

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.