

ORTHOLOGIC CORP  
Form DEFA14A  
April 10, 2009

---

---

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

SCHEDULE 14A

PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE SECURITIES  
EXCHANGE ACT OF 1934

Filed by the Registrant  T  
Filed by a party other than the Registrant  F

Check the appropriate box:

- Preliminary proxy statement.  
 Confidential, for use of the Commission only (as permitted by Rule 14a-6(e)(2)).  
 Definitive proxy statement.  
 Definitive additional materials.  
 Soliciting material pursuant to §240.14a-12.

ORTHOLOGIC CORP.  
(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of filing fee (check the appropriate box):

- No fee required.  
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- 1) Title of each class of securities to which transaction applies:
  - 2) Aggregate number of securities to which transaction applies:
  - 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  - 4) Proposed maximum aggregate value of transaction:
  - 5) Total fee paid:
- Fee paid previously with preliminary materials.

Edgar Filing: ORTHOLOGIC CORP - Form DEFA14A

£ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

- 1) Amount Previously Paid:
- 2) Form, Schedule or Registration Statement No.:
- 3) Filing Party:
- 4) Date Filed:

On April 10, 2009, OrthoLogic Corp. issued the following letter to stockholders. The letter is posted on the Company's website at [www.capstonethx.com](http://www.capstonethx.com).

---

---

---

Dear Fellow Stockholders:

We are pleased to present the enclosed OrthoLogic Corp. Proxy Statement for the Annual Meeting of Stockholders. On October 1, 2008, OrthoLogic Corp. began doing business under the trade name of Capstone Therapeutics.

As outlined most recently during our Investor Teleconference and Webcast on February 10, 2009, the Capstone Therapeutics team achieved every corporate objective for 2008 as established by the company's Board of Directors.

For AZX100, we had a successful dermal scarring Phase 1a safety study (30 subjects) in which the primary safety endpoint was met. We also completed a Phase 1b safety study in dermal scarring (40 subjects) in which the product again met the primary safety endpoint. This study also yielded results showing a significant pharmacologic effect of AZX100, with a trend of efficacy in scar reduction. The Phase 2 program in dermal scarring is underway; as previously announced, Capstone anticipates a year-end 2009 interim analysis for internal purposes, with full results during 2H2010.

We recently announced initiation of our AZX100 Phase 2 pilot clinical trial in keloid scarring, a dermal indication which represents a challenging and widespread unmet medical need. We anticipate conducting an internal observational analysis at year-end 2009, with data expected during 2H2010.

During 2008, the team continued to make progress on several pre-clinical studies in other high-value indications for AZX100. We also completed and announced the publication of data describing a key aspect of the AZX100 mechanism of action in dermal fibroblasts; these data provided the scientific rationale for initiating our ongoing clinical trial program in dermal scarring. Capstone believes that AZX100 has potential application in multiple therapeutic indications.

For Chrysalin® (TP508), Capstone completed a landmark pre-clinical proof-of-concept study showing significant cardioprotective benefit in a model of acute myocardial infarction (heart attack). The first publication of these data was announced on March 5, 2009. We also published during 2008 several key studies on cellular effects and mechanism of action of TP508. As promised, we initiated a corporate partnering process for TP508 in the cardiovascular indication, and this effort is ongoing.

Capstone closed 2008 with \$48.0 million in cash and investments, favorable to the guidance provided at the beginning of the year. We continue to manage our assets with discipline, and remain focused on driving all programs toward value events for our stockholders as effectively and efficiently as possible.

We appreciate your voting support of the proxy recommendations of the Capstone Therapeutics Board of Directors. As we continue to tighten the cost structure of the company to optimize our cash resources in clinical development, the Board has proposed a small incremental pool of stock options to incentivize our team. The recommendation for 1,250,000 shares is well within guidelines supported by our independent shareholder services analysts, and we expect these additional shares available for grant will be sufficient for the Company's stock-based incentive compensation requirements through 2011.

Thank you for your continuing support.

Sincerely,

/s/ John M. Holliman, III

John M. Holliman, III  
Executive Chairman  
April 2009

---