

ALERE INC.
Form SC 13D/A
October 07, 2014

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(a)**

(Amendment No. 2)*

Alere Inc.

(Name of Issuer)

Common Stock, par value \$0.001 per share

(Title of Class of Securities)

01449J105

(CUSIP Number)

Mintz, Levin, Ferris, Cohn, Glovsky and Popeo, P.C.

Attn: Richard R. Kelly, Esq.

One Financial Center

Boston, MA 02111

(617) 542-6000

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

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September 30, 2014

(Dates of Event Which Require Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box o.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) 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 filed for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Exchange Act by shall be subject to all other provisions of the Exchange Act (however, see the Notes).

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CUSIP No. 01449J105

13D

| | |
|----|--|
| 1 | Name of Reporting Person Ron Zwanziger I.R.S. Identification Nos. of Above Persons (Entities Only) |
| 2 | Check the Appropriate Box if a Member of The Group (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/> Joint Filing |
| 3 | SEC Use Only |
| 4 | Source of Funds PF/OO |
| 5 | Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e) <input type="checkbox"/> |
| 6 | Citizenship or Place of Organization United States of America |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 3,106,393 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 3,106,393 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 3,106,393 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 3.74% |
| 14 | Type of Reporting Person IN |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. 01449J105

13D

| | |
|----|--|
| 1 | Name of Reporting Person Janet M. Zwanziger I.R.S. Identification Nos. of Above Persons (Entities Only) |
| 2 | Check the Appropriate Box if a Member of The Group (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/> Joint Filing |
| 3 | SEC Use Only |
| 4 | Source of Funds PF/OO |
| 5 | Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e) <input type="checkbox"/> |
| 6 | Citizenship or Place of Organization United States of America |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 3,106,393 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 3,106,393 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 3,106,393 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 3.74% |
| 14 | Type of Reporting Person IN |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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13D

- 1 Name of Reporting Person
Zwanziger Family 2004 Irrevocable Trust
I.R.S. Identification Nos. of Above Persons (Entities Only)
- 2 Check the Appropriate Box if a Member of The Group
(a)
(b) Joint Filing
- 3 SEC Use Only
- 4 Source of Funds
OO
- 5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)
- 6 Citizenship or Place of Organization
Not applicable
- | | | |
|---|----|-----------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 224,276 |
| | 8 | Shared Voting Power 0 |
| | 9 | Sole Dispositive Power 224,276 |
| | 10 | Shared Dispositive Power 0 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
224,276
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
0.27%
- 14 Type of Reporting Person
OO

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- 1 Name of Reporting Person
Zwanziger Family 2012 Irrevocable Family Trust
I.R.S. Identification Nos. of Above Persons (Entities Only)
- 2 Check the Appropriate Box if a Member of The Group
(a)
(b) Joint Filing
- 3 SEC Use Only
- 4 Source of Funds
OO
- 5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)
- 6 Citizenship or Place of Organization
Not applicable
- | | | |
|---|----|-----------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 472,193 |
| | 8 | Shared Voting Power 0 |
| | 9 | Sole Dispositive Power 472,193 |
| | 10 | Shared Dispositive Power 0 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
472,193
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
0.57%
- 14 Type of Reporting Person
OO

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- 1 Name of Reporting Person
Zwanziger Family 2009 Irrevocable Trust
I.R.S. Identification Nos. of Above Persons (Entities Only)
- 2 Check the Appropriate Box if a Member of The Group
(a)
(b) Joint Filing
- 3 SEC Use Only
- 4 Source of Funds
OO
- 5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)
- 6 Citizenship or Place of Organization
Not applicable
- | | | |
|---|----|-----------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 122,186 |
| | 8 | Shared Voting Power 0 |
| | 9 | Sole Dispositive Power 122,186 |
| | 10 | Shared Dispositive Power 0 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
122,186
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
0.15%
- 14 Type of Reporting Person
OO

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13D

- 1 Name of Reporting Person
Zwanziger Family Ventures LLC
I.R.S. Identification Nos. of Above Persons (Entities Only)
- 2 Check the Appropriate Box if a Member of The Group
(a)
(b) o Joint Filing
- 3 SEC Use Only
- 4 Source of Funds
PF/OO
- 5 Check Box if Disclosure of Legal Proceedings 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 Person With | 7 | Sole Voting Power 1,466,696 |
| | 8 | Shared Voting Power 0 |
| | 9 | Sole Dispositive Power 1,466,696 |
| | 10 | Shared Dispositive Power 0 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
1,466,696
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
1.77%
- 14 Type of Reporting Person
OO

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CUSIP No. 01449J105

13D

- 1 Name of Reporting Person
The Ron Zwanziger Family Trust-1990
I.R.S. Identification Nos. of Above Persons (Entities Only)
- 2 Check the Appropriate Box if a Member of The Group
(a)
(b) Joint Filing
- 3 SEC Use Only
- 4 Source of Funds
OO
- 5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)
- 6 Citizenship or Place of Organization
Not applicable
- | | | |
|---|----|-----------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 191,830 |
| | 8 | Shared Voting Power 0 |
| | 9 | Sole Dispositive Power 191,830 |
| | 10 | Shared Dispositive Power 0 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
191,830
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
0.23%
- 14 Type of Reporting Person
OO

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13D

- 1 Name of Reporting Person
 Ron Zwanziger 2004 Revocable Trust
 I.R.S. Identification Nos. of Above Persons (Entities Only)
- 2 Check the Appropriate Box if a Member of The Group
 (a)
 (b) Joint Filing
- 3 SEC Use Only
- 4 Source of Funds
 OO
- 5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)
- 6 Citizenship or Place of Organization
 Not applicable
- | | | |
|---|----|-----------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 580,201 |
| | 8 | Shared Voting Power 0 |
| | 9 | Sole Dispositive Power 580,201 |
| | 10 | Shared Dispositive Power 0 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
 580,201
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
 0.70%
- 14 Type of Reporting Person
 OO

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| | |
|---|--|
| 1 | Name of Reporting Person David Scott, Ph.D. I.R.S. Identification Nos. of Above Persons (Entities Only) |
| 2 | Check the Appropriate Box if a Member of The Group (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/> Joint Filing |
| 3 | SEC Use Only |
| 4 | Source of Funds PF/OO |
| 5 | Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e) <input type="checkbox"/> |
| 6 | Citizenship or Place of Organization United Kingdom |
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 Sole Voting Power 202,239 |
| | 8 Shared Voting Power 0 |
| | 9 Sole Dispositive Power 202,239 |
| | 10 Shared Dispositive Power 0 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 202,239 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 0.24% |
| 14 | Type of Reporting Person IN |

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- 1 Name of Reporting Person
Jerome F. McAleer, Ph.D.
I.R.S. Identification Nos. of Above Persons (Entities Only)
- 2 Check the Appropriate Box if a Member of The Group
(a)
(b) Joint Filing
- 3 SEC Use Only
- 4 Source of Funds
PF/OO
- 5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2 (e)
- 6 Citizenship or Place of Organization
United Kingdom
- | | | |
|---|----|-----------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 152,983 |
| | 8 | Shared Voting Power 0 |
| | 9 | Sole Dispositive Power 152,983 |
| | 10 | Shared Dispositive Power 0 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
152,983
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
0.18%
- 14 Type of Reporting Person
IN

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The following constitutes Amendment No. 2 (this Amendment) to the Schedule 13D filed on September 15, 2014 by Ron Zwanziger, Janet M. Zwanziger, Zwanziger Family 2004 Irrevocable Trust, Zwanziger Family 2012 Irrevocable Family Trust, Zwanziger Family 2009 Irrevocable Trust, Zwanziger Family Ventures LLC, The Ron Zwanziger Family Trust-1990, Ron Zwanziger 2004 Revocable Trust, David Scott, Ph.D and Jerome F. McAleer, Ph.D. (the Schedule 13D), as amended by Amendment No. 1 to the Schedule 13D filed on September 18, 2014 (Amendment No. 1).

The information reported in the Schedule 13D remains in effect except to the extent that it is amended, restated and/or supplemented by information contained in this Amendment and in Amendment No. 1. Capitalized terms used but not defined in this Amendment have the meanings ascribed to them in the Schedule 13D.

Item 5. Interest in Securities of the Issuer.

Item 5(e) of the Schedule 13D is hereby amended and restated as follows:

(e) The Reporting Persons ceased to be beneficial owners of five percent or more of the Issuer's common stock on September 30, 2014 upon the expiration of the Zwanziger Options, McAleer Options and Scott Options.

SIGNATURE

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

Dated: October 7, 2014

By: /s/ Ron Zwanziger
Ron Zwanziger

Dated: October 7, 2014

By: /s/ Janet M. Zwanziger
Janet M. Zwanziger

Dated: October 7, 2014

Zwanziger Family 2004 Irrevocable Trust

By: /s/ Orit Goldstein, Trustee

Dated: October 7, 2014

Zwanziger Family 2012 Irrevocable Family Trust

By: /s/ Orit Goldstein, Trustee

Dated: October 7, 2014

Zwanziger Family 2009 Irrevocable Trust

By: /s/ Orit Goldstein, Trustee

Dated: October 7, 2014

Zwanziger Family Ventures LLC

By: /s/ Ron Zwanziger
Its: Manager

Dated: October 7, 2014

The Ron Zwanziger Family Trust-1990

By: /s/ Orit Goldstein, Trustee

Dated: October 7, 2014

Ron Zwanziger 2004 Revocable Trust

By: /s/ Ron Zwanziger, Trustee

Dated: October 7, 2014

By: /s/ David Scott, Ph.D.
David Scott, Ph.D.

Dated: October 7, 2014

By: /s/ Jerome F. McAleer, Ph.D.
Jerome F. McAleer, Ph.D.

