Alphatec Holdings, Inc.

Form 3 June 02, 2006

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 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 *

A Steven Reinecke

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

06/02/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Alphatec Holdings, Inc. [ATEC]

C/O ALPHATEC HOLDINGS.

INC., Â 2051 PALOMAR AIRPORT ROAD

(Street)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

VP, Research & Development

Director _X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

CARLSBAD. CAÂ 92011

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Form: Direct (D) or Indirect

(I) (Instr. 5)

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

5. Ownership Form of Derivative 6. Nature of Indirect Beneficial Ownership

Exercisable

Expiration Title Date

Amount or Number of Derivative Security: Security Direct (D) (Instr. 5)

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	Shares		Shares	or Indirect (I) (Instr. 5)		
Series A-1 Common Stock	(1)	(2)	Common Stock	12,500 (3) \$ (2)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
coporting of the remaining reasons	Director	10% Owner	Officer	Other		
Steven Reinecke C/O ALPHATEC HOLDINGS, INC. 2051 PALOMAR AIRPORT ROAD CARLSBAD Â CAÂ 92011	Â	Â	VP, Research & Development	Â		

Signatures

/s/ Daren Graham, Esq., attorney in fact 06/02/2006

**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) Series A-1 Common Stock is mandatorily convertible into common stock immediately prior to the closing of an IPO, a Qualified IPO, a Deemed Liquidation Event or the Put, each as defined in the Issuer's Amended and Restated Certificate of Incorporation.
- (2) There is not expiration date. The Series A-1 Common Stock converts into common stock on a 3.57-for-1 basis effective upon the closing of the Issuer's initial public offering.
- (3) These shares are subject to a 5-year lapsing repurchase right of the Issuer, which will lapse in five equal annual installments on the anniversary of the grant date.

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Remarks:

Exhibit 24 - Power of Attorney

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.

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