

eGENE, INC.
Form 3
April 23, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 QIAGEN NV</p> <p>(Last) (First) (Middle)</p> <p>C/O QIAGEN NORTH AMERICAN HOLDINGS, INC.,Â 19300 GERMANTOWN ROAD</p> <p>(Street)</p> <p>GERMANTOWN,Â MDÂ 20874</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement (Month/Day/Year)</p> <p>04/12/2007</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>eGENE, INC. [EGEI]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" 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, par value \$0.001 per share | 5,902,205 | I ⁽¹⁾ | see Note 1 below ⁽¹⁾ |

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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

Edgar Filing: eGENE, INC. - Form 3

| | Date Exercisable | Expiration Date | (Instr. 4) | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) | (Instr. 5) |
|----------------------------|------------------|-----------------|---|----------------------------|------------------------------|---|------------|
| | | | Title | | | | |
| Option (right to purchase) | Â (2) | Â (2) | Common Stock, par value \$0.001 per share | 3,498,133 | \$ 1.36 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| QIAGEN NV C/O QIAGEN NORTH AMERICAN HOLDINGS, INC. 19300 GERMANTOWN ROAD GERMANTOWN, MD 20874 | Â | Â X | Â | Â |

Signatures

/s/ Roland Sackers 04/23/2007

**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).
- As of the date hereof, QIAGEN North American Holdings, Inc. ("Holdings"), a wholly-owned subsidiary of QIAGEN N.V., a Dutch public limited liability company ("QIAGEN"), is party to voting agreements dated as of April 12, 2007 (the "Voting Agreements"), with each of the directors and executive officers of eGene, Inc. ("eGene") and certain other stockholders of eGene, which Voting Agreements were entered into in connection with the Agreement and Plan of Merger, dated as of April 12, 2007 (the "Merger Agreement"), among HOLDINGS, Elektra Merger Sub, Inc., a Nevada corporation and a wholly owned subsidiary of HOLDINGS, and eGene. Pursuant to the Voting Agreements, HOLDINGS has been granted a proxy to vote the 5,902,205 shares of eGene common stock that are subject to the Voting Agreements (collectively, the "Shares") on all matters relating to the merger. Accordingly, QIAGEN may be deemed to beneficially own an aggregate of 5,902,205 Shares.
- In addition to the voting agreement and arrangements set forth in the Voting Agreements as described above in Note 1, pursuant to the Voting Agreements entered into by the directors and executive officers of eGene, HOLDINGS has been granted an option to purchase any or all of the 3,498,133 Shares owned by such directors and executive officers under certain circumstances as set forth in the Voting Agreements for a purchase price of \$1.36 per share. The options become exercisable if the Merger Agreement is terminated by any party or the Voting Agreement is terminated by HOLDINGS. The Voting Agreements terminate upon the earlier of (a) the termination of the Merger Agreement, (b) the written mutual consent of HOLDINGS and the stockholder, and (c) such date and time as the merger shall become effective in accordance with the terms of the Merger Agreement.

Â
Remarks:
 NeitherÂ theÂ filingÂ ofÂ thisÂ FormÂ 3Â norÂ anyÂ ofÂ itsÂ contentsÂ shallÂ beÂ deemedÂ toÂ constituteÂ anÂ admis

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.