

Alphatec Holdings, Inc.  
Form 3  
April 12, 2010

**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)

<p>1. Name and Address of Reporting Person * ^ HCPII Co-Invest Vehicle II, L.P.  (Last) (First) (Middle)</p> <p>C/O HEALTHPOINTCAPITAL, ^ 505 PARK AVE., 12TH FLOOR  (Street)</p> <p>NEW YORK, ^ NY ^ 10022  (City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement (Month/Day/Year) 03/26/2010</p>	<p>3. Issuer Name and Ticker or Trading Symbol Alphatec Holdings, Inc. [ATEC]</p>	<p>4. Relationship of Reporting Person(s) to Issuer  (Check all applicable)</p> <p><input checked="" 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) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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	1,344,179 <sup>(1)</sup>	D <sup>(2)</sup>	^

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)
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Date Exercisable	Expiration Date	(Instr. 4)	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I)
		Title			

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HCPII Co-Invest Vehicle II, L.P. C/O HEALTHPOINTCAPITAL 505 PARK AVE., 12TH FLOOR NEW YORK, NY 10022	X	X		

## Signatures

/s/ Eburn S. Garner, ESQ.,  
attorney-in-fact

04/12/2010

\*\*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 Reporting Person acquired the shares in connection with the Issuer's acquisition of Scient'x S.A. The Reporting Person received 1,344,179 shares of common stock of the Issuer in exchange for its shares of common stock of Scient'x S.A. On the closing of the acquisition, the closing price of the Issuer's common stock was \$6.39 per share.
- (2) Mortimer Berkowitz III and John H. Foster, who are directors of the Issuer, are each a managing member of HGP II, LLC, which is the general partner of the Reporting Person. Messrs. Berkowitz and Foster are representatives of the Reporting Person on the Issuer's board of directors and the Reporting Person is a "director by deputization."

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.