

Molson R Ian  
Form 4  
June 09, 2006

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
Molson R Ian

(Last) (First) (Middle)

C/O ALPHATEC HOLDINGS, INC., 2051 PALOMAR AIRPORT ROAD

(Street)

CARLSBAD, CA 92011

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Alphatec Holdings, Inc. [ATEC]

3. Date of Earliest Transaction (Month/Day/Year)  
06/07/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Series A-1 Preferred Stock      | 06/07/2006                           |  | J                              | 100,000 D   | 0   | I  | See footnote (3)                                      |
| Common Stock                    | 06/07/2006                           |  | J                              | 38,515 A  | 38,515  | I  | See footnote (3)                                      |
| New Redeemable Preferred Stock  | 06/07/2006                           |  | J                              | 33,184 A  | 33,184  | I  | See footnote (3)                                      |

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|                                |            |  |   |         |   |     |         |   |                  |
|--------------------------------|------------|--|---|---------|---|-----|---------|---|------------------|
| Common Stock                   | 06/07/2006 |  | C | 157,208 | A | (4) | 195,723 | I | See footnote (3) |
| Common Stock                   | 06/07/2006 |  | J | 3,809   | A | (5) | 199,532 | I | See footnote (3) |
| New Redeemable Preferred Stock | 06/07/2006 |  | J | 3,282   | A | (5) | 36,466  | I | See footnote (3) |
| Common Stock (6)               | 06/07/2006 |  | C | 53,550  | A | (4) | 253,082 | D |                  |
| Common Stock                   | 06/07/2006 |  | J | 581     | A | (7) | 253,663 | D |                  |
| New Redeemable Preferred Stock | 06/07/2006 |  | J | 500     | A | (7) | 36,966  | D |                  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. De Se (In |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Series A-1 Common Stock                    | (2)  | 06/07/2006                           |  | C                              | 44,036  | (2)  | (2)   | Common Stock | 157,208                    |
| Series A-1 Common Stock                    | (2)  | 06/07/2006                           |  | C                              | 15,000  | (2)  | (2)   | Common Stock | 53,550                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Molson R Ian<br>C/O ALPHATEC HOLDINGS, INC.<br>2051 PALOMAR AIRPORT ROAD<br>CARLSBAD, CA 92011 | X             |           |         |       |

## Signatures

|                                       |            |
|---------------------------------------|------------|
| /s/ Daren Graham,<br>Attorney-in-fact | 06/09/2006 |
| **Signature of Reporting Person       | Date       |

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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 Series A-1 Preferred Stock was redeemed by the Issuer upon the closing of the Issuer's initial public offering for 38,515 shares of Common Stock, 33,184 shares of New Redeemable Preferred Stock and cash.
- (2) There is no expiration date. Each share of Series A-1 Common Stock converted into common stock on a 3.57-for-1 basis effective upon the closing of the Issuer's initial public offering.
- (3) The stockholder is the Swiftsure Trust. R. Ian Molson, a director of the Issuer, controls Nantel Investments, Ltd., which is a beneficial owner of the Swiftsure Trust.
- (4) Each share of Series A-1 Common Stock converted into common stock on a 3.57-for-1 basis effective upon the closing of the Issuer's initial public offering.
- (5) In payment of dividends accrued on the Series A-1 Common Stock, the Reporting Person received 3,809 shares of Common Stock, 3,282 shares of New Redeemable Preferred Stock and cash.
- (6) These shares are subject to a 5-year lapsing repurchase right of the Issuer, which will lapse in annual installments on the anniversary of the grant date.
- (7) In payment of dividends accrued on the Series A-1 Common Stock, the Reporting Person received 581 shares of Common Stock, 550 shares of New Redeemable Preferred Stock and cash.

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.