## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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| nger subject to |  |
|-----------------|--|
| Form 5          |  |
| 0               |  |

1. Name and Address of Reporting Person\*

**BAKER FELIX** 

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden response: 0.5

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Through Partnership<sup>(3)(4)</sup>

Through  $Partnership^{(3)(4)}$ 

Through Partnership<sup>(3)(4)</sup>

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Check this box if no lor Section 16. Form 4 or

|  | tions may contir<br>tion 1(b).  | iue. See                                   | Fil   |  |  |                               |   |                              |   | ecurities Exch                     |                          |   |  |              | hours per   | respons  | 3e:<br>                | 0  |
|--|---|--|---|--|--|-------------------------------|---|------------------------------|---|------------------------------------|--------------------------|---|--|--------------|---|--|------------------------|--|
| 1 Name at  | ! A - -   | *********************************          |   |  |  |                               |   |                              |   | nt Company A                       | ct of 19                 | 40  | 5. Relationsh  | nin of R     | Penorting P                                       | Person(  | s) to Is               | SUE  |
| 1. Name and Address of Reporting Person*  Baker Biotech Capital (GP), LLC  (Last) (First) (Middle)  667 MADISON AVENUE, 17TH FLOOR |   |  |   | <u>E</u>   | 2. Issuer Name and Ticker or Trading Symbol BIOCRYST PHARMACEUTICALS INC [ BCRX ]  3. Date of Earliest Transaction (Month/Day/Year) 11/20/2008   |                               |   |                              |   |                                    |                          | (Check all applica<br>Director  |  | cable)<br>or |   | X 10% Owner<br>Other (specify<br>below)              |                        |  |
|  |   |  |   |  |  |                               |   |                              |   |                                    |                          | beld  |  |              |   |  |                        |  |
| (Street) NEW YORK NY US 10021  |   |  | 4.  | 4. If Amendment, Date of Original Filed (Month/Day/Year) |  |                               |   |                              |   |                                    |                          | 6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person |  |              |   |  |                        |  |
| (City)   |   |  | (Zip)   | -  |  |                               |   |                              |   |                                    |                          |   | y For  |              | by More th  | , ,  | •                      |  |
|  |   | Tab  | le I - Non-Deri   | vativ  | /e Se  | ecurit                        | ies   | Acqui                        | ired,   | Disposed                           | of, o                    | r Benefic   | cially Own   | ed           |   |  |                        |  |
| 1. Title of  | Security (Inst  | r. 3)                                      | 2. Transactio<br>Date<br>(Month/Day/Y                       |  | Execu  | eemed<br>ution Da<br>th/Day/Y |   | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities<br>Disposed Of<br>5) |                          |   | 5. Amount of Securities Beneficially Owned Foll Reported | ,            | 6. Owner<br>Form: Di<br>(D) or Ind<br>(I) (Instr. | rect<br>direct                                       |                        | re of<br>t Benefic<br>ship (Inst                           |
|  |   |  |   |  |  |                               |   | Code                         | v   | Amount                             | (A) or<br>(D)            | Price   | Transactior<br>(Instr. 3 and                             |              |   |  |                        |  |
| Common   | Stock <sup>(1)(2)</sup>   |  | 11/20/20  | 08   |  |                               |   | P                            |   | 96,033                             | A                        | \$1   | 1,746,3  | 323          | I   |  | Throu<br>Partn         | ıgh<br>ership <sup>(3</sup>                                |
| Common   | Stock <sup>(1)(2)</sup>   |  | 11/21/20  | 08   |  |                               |   | P                            |   | 9,831                              | A                        | \$0.9141  | 1,756,1  | 154          | I   |  | Throu<br>Partn         | ıgh<br>ership <sup>(3</sup>                                |
| Common   | Common Stock <sup>(1)(2)</sup>  |  | 11/24/20  | )8   |  |                               |   | P                            |   | 2,339                              | A                        | \$0.9778 1,758,   |  | 493          | I   |  | Through<br>Partnership |  |
|  |   | Ta   | able II - Deriva<br>e.g., p                                 |  |  |                               |   |                              |   | isposed o<br>s, convert            |                          |   |  | t            |   |  |                        |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |  | ransaction of ode (Instr. ) Sc Ac (A Di od (Instr. ) (Instruction of odd (Instruction odd ( |                               | Numb<br>rivativ<br>curitie<br>quired<br>or<br>spose<br>(D)<br>str. 3, | ve (Mees<br>d                | s. Date Exercisable and<br>Expiration Date<br>Month/Day/Year) |                                    | Ame<br>Sec<br>Und<br>Der | itle and<br>bunt of<br>urities<br>lerlying<br>ivative<br>urity (Instr.<br>4)                    | Derivative Security (Instr. 5) Ben Own Foll Rep          |              | owing<br>orted<br>saction(s)                      | 10.<br>Owne<br>Form:<br>Direct<br>or Ind<br>(I) (Ins | t (D)<br>lirect        | 11. Natu<br>of Indire<br>Benefici<br>Ownersh<br>(Instr. 4) |
|  |   |  |   | Cod  | e V  | (A)                           | (0  | Da<br>Ex                     | te<br>ercisa  | Expiration ble Date                | on Title                 | Amoun<br>or<br>Numbe<br>of<br>Shares  | r  |              |   |  |                        |  |
|  |   | Reporting Person* apital (GP), I           | LLC   |  |  |                               |   |                              |   |                                    |                          |   |  |              |   |  |                        |  |
| (Last)   | DISON AV  | (First)<br>ENUE, 17TH FI                   | (Middle)  |  |  |                               |   |                              |   |                                    |                          |   |  |              |   |  |                        |  |
| (Street)   | ORK   | NY   | US 10021  |  |  |                               |   |                              |   |                                    |                          |   |  |              |   |  |                        |  |
| (City)   |   | (State)                                    | (Zip)   |  |  |                               |   |                              |   |                                    |                          |   |  |              |   |  |                        |  |
|  | nd Address of<br>R JULIA  | Reporting Person*                          |   |  |  |                               |   |                              |   |                                    |                          |   |  |              |   |  |                        |  |
| (Last)   | DISON AV  | (First)<br>ENUE, 17TH FI                   | (Middle)<br>LOOR  |  |  |                               |   |                              |   |                                    |                          |   |  |              |   |  |                        |  |
| (Street) NEW Y   | ORK   | NY   | US 10021  |  |  |                               |   |                              |   |                                    |                          |   |  |              |   |  |                        |  |
| (City)   |   | (State)                                    | (Zip)   |  |  |                               |   |                              |   |                                    |                          |   |  |              |   |  |                        |  |

| (Last)<br>667 MADISON | (First) AVENUE, 17T | (Middle)<br>H FLOOR |   |
|-----------------------|---------------------|---------------------|---|
| (Street) NEW YORK     | NY                  | US 10021            | - |
| (City)                | (State)             | (Zip)               | _ |

## **Explanation of Responses:**

- 1. In addition to Baker Biotech Capital (GP), LLC, this Form 4 is being filed jointly by Julian C. Baker and Felix J. Baker, each of whom has the same business address as Baker Biotech Capital (GP), LLC and may be deemed to have a pecuniary interest in securities owned by it. Because of certain relationships with other security holders of the Issuer, the Reporting Persons are filing solely for informational purposes as if they were a member of a group of such shareholders. (Continued in footnote 2).
- 2. However, the Reporting Persons disclaim that they and any other person or persons, in fact constitute a "group" for purposes of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended, or Rule 13d-5 thereunder or that they are the beneficial owners of securities owned by any such other persons, and each of them disclaims beneficial ownership of securities reported herein except to the extent of their pecuniary interest, if any, therein.
- 3. Represents securities owned directly by 667, L.P. (formerley Baker Biotech Fund I, L.P.), the sole general partner of which is Baker Biotech Capital, L.P., a limited partnership the sole general partner of which is Baker Biotech Capital (GP), LLC. Julian C. Baker and Felix J. Baker are the controlling members of Baker Biotech Capital (GP), LLC.
- 4. Stephen R. Biggar, an employee of Baker Bros. Advisors LLC, is a Director of the Company. Baker Bros. Advisors, LLC is the Management Company of Baker Brothers Life Sciences, L.P.

/s/ Julian C. Baker, as

Managing Member, of Baker 11/24/2008

Biotech Capital (GP) LLC

<u>/s/ Julian C. Baker</u> <u>11/24/2008</u> <u>/s/ Felix J. Baker</u> <u>11/24/2008</u>

\*\* Signature of Reporting Person Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.