THERASENSE INC Form SC 13G February 11, 2002

# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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SCHEDULE 13G (Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(b)(c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)

		(Amendment No)	
		THERASENSE, INC.	
		(Name of Issuer)	
		COMMON STOCK	
	(Title	of Class of Securities)	
		883381105	
		(CUSIP Number)	
		12/31/01	
		ch Requires Filing of this Sta	
this	Check the appropriate box Schedule is filed:	to designate the rule pursuan	nt to which
	_  Rule 13d-1 (b)  _  Rule 13d-1 (c)  X  Rule 13d-1 (d)		
CUSIP	No. 883381105	SCHEDULE 13G	Page 2 of 16 Page
1		LIFORNIA LIMITED PARTNERSHIP OF ABOVE PERSONS (ENTITIES ON	NLY)
2	CHECK THE APPROPRIATE BOX	IF A MEMBER OF A GROUP*	(a)  _
			(b)  X
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF OR	RGANIZATION	
	California		

		5	SOLE VOTING POWER		
			0		
		6	SHARED VOTING POWER		
BENE	HARES FICIALLY		1,618,421		
	NED BY EACH	7	SOLE DISPOSITIVE POWER		
P	ORTING ERSON		0		
,	WITH	8	SHARED DISPOSITIVE POWER		
			1,618,421		
9	AGGREGATE A	TNUOMA	BENEFICIALLY OWNED BY EACH REPORTING PE	 RSON	
	1,618,421				
10	CHECK BOX I		AGGREGATE AMOUNT IN ROW (9) EXCLUDES		
					1_1
11	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (9)		
	4.1%				
12	TYPE OF REE	PORTING	PERSON*		
	PN				
CUSIP	No. 8833811	105	SCHEDULE 13G	Page 3 of	16 Pages
1	NAME OF REPORTING PERSONS SEQUOIA TECHNOLOGY PARTNERS VII, A CALIFORNIA LIMITED PARTNERSHIP I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 77-0428059				
2	CHECK THE A	APPROPR	IATE BOX IF A MEMBER OF A GROUP*		
					(a)   <u>                                    </u>
3	SEC USE ONLY				
4	CITIZENSHIE	 P OR PI	ACE OF ORGANIZATION		
	California				
		5	SOLE VOTING POWER		
			0		
	BER OF	6	SHARED VOTING POWER		
BENE	HARES FICIALLY NED BY		78,947 		

	EACH	7	SOLE DISPOSITIVE POWER	
	ORTING ERSON		0	
,	WITH		SHARED DISPOSITIVE POWER	
			78,947	
9	AGGREGATE	 TNUOMA	BENEFICIALLY OWNED BY EACH REPORTING PR	 ERSON
	78,947	11100111	22.02.102.102.2 21 2.101.102.0111110 11	21.0 01.
1.0			ACCRECATE ANOME IN DOL (A) PROLINE	
10	CERTAIN SE		AGGREGATE AMOUNT IN ROW (9) EXCLUDES	
				1_1
11	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (9)	
	0.2%			
12	TYPE OF RE	EPORTIN	G PERSON*	
	PN			
CUSIP	No. 883381	1105	SCHEDULE 13G	Page 4 of 16 Pages
1		NTERNAT ENTIFIC	G PERSONS IONAL PARTNERS ATION NO. OF ABOVE PERSONS (ENTITIES ON)	LY)
2	 CHECK THE	APPROF	RIATE BOX IF A MEMBER OF A GROUP*	
	(a)  _ (b)  X			
3	SEC USE ON	JLY		
4	CITIZENSHI	 [P OR F	LACE OF ORGANIZATION	
	California	a.		
		 5	SOLE VOTING POWER	
			0	
NUM	BER OF	 6	SHARED VOTING POWER	
	HARES FICIALLY		44,856	
OWNED BY EACH		 7	SOLE DISPOSITIVE POWER	
REP	ORTING ERSON	,	0	
	WITH			
		8	SHARED DISPOSITIVE POWER	
			44,856	

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				1		
	44,856					
10	CHECK BOX		AGGREGATE AMOUNT IN ROW (9) EXCLUDES			
				_		
11	PERCENT OF	'CLASS	REPRESENTED BY AMOUNT IN ROW (9)			
	0.1%					
12	TYPE OF RE	PORTING	G PERSON*			
	PN 					
CUSIP	No. 883381	.105	SCHEDULE 13G Page	e 5 of 16 Pages		
1	NAME OF REPORTING PERSONS SC VII MANAGEMENT-A, LLC I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 94-3240154					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a)  _   (b)  X					
3	SEC USE ON					
4			ACE OF ORGANIZATION			
	California 					
		5	SOLE VOTING POWER			
			0			
	BER OF HARES	6	SHARED VOTING POWER			
	FICIALLY NED BY		1,742,224			
1	EACH ORTING	7	SOLE DISPOSITIVE POWER			
Pl	ERSON		0			
,	WITH	8	SHARED DISPOSITIVE POWER			
			1,742,224			
9	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON	1		
	1,742,224					
10	CHECK BOX		AGGREGATE AMOUNT IN ROW (9) EXCLUDES			

11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
	4.4%						
12	TYPE OF RE	PORTING	PERSON*				
	00						
CUSIP	No. 883381	105	SCHEDULE 13G	Page	6 of	16 P	ages
1	NAME OF REPORTING PERSONS SEQUOIA CAPITAL FRANCHISE FUND I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 94-3324307						
2	CHECK THE	APPROPI	RIATE BOX IF A MEMBER OF A GROUP*				
							_   X
3	SEC USE ON	 LY					
4	CITIZENSHI	 P OR PI					
	DELAWARE						
		5 5	SOLE VOTING POWER				
			0				
NUM	BER OF	6	SHARED VOTING POWER				
	HARES FICIALLY		517,647				
	NED BY EACH		SOLE DISPOSITIVE POWER				
	ORTING ERSON		0				
1	WITH	8	SHARED DISPOSITIVE POWER				
			517,647				
9	AGGREGATE .	 AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PR				
	517,647						
10	 CHECK BOX	 IF THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES				
	CERTAIN SH	ARES*					
							_
11	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (9)				
	1.3%						
12	TYPE OF RE	PORTING	G PERSON*				
	PN						

CUSIP	No. 8833811	05 	SCHEDULE 13G F	Page 7 c	f 16 P	ages
1	NAME OF REPORTING PERSONS SEQUOIA CAPITAL FRANCHISE PARTNERS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 94-3330616					
2	CHECK THE A	PPROPI	IATE BOX IF A MEMBER OF A GROUP*		, ,	_   X
3	SEC USE ONL	Y				
4	CITIZENSHIP	OR P	ACE OF ORGANIZATION			
	DELAWARE					
		5	SOLE VOTING POWER			
			0			
	BER OF	6	SHARED VOTING POWER			
BENE	IARES CICIALLY		70,588			
Ε	IED BY CACH	7	SOLE DISPOSITIVE POWER			
PE	ORTING CRSON		0			
V	VITH	8	SHARED DISPOSITIVE POWER			
			70,588			
9	AGGREGATE A	MOUNT	BENEFICIALLY OWNED BY EACH REPORTING PER	RSON		
	70,588					
10	CHECK BOX I CERTAIN SHA		AGGREGATE AMOUNT IN ROW (9) EXCLUDES			
						_
11	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (9)			
	0.2%					
12	TYPE OF REP	ORTIN	PERSON*			
	PN 					
CUSIP			SCHEDULE 13G		of 16 P	'ages
			PERSONS			

	94-3324306					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a)    (b)					
3	SEC USE ON	 LY				
4	CITIZENSHI	 P OR PI	ACE OF ORGANIZATION			
	DELAWARE					
		5	SOLE VOTING POWER			
			0			
	BER OF HARES	6	SHARED VOTING POWER			
BENE	FICIALLY		588,235			
]	NED BY EACH	7	SOLE DISPOSITIVE POWER			
P	ORTING ERSON		0			
1	WITH	8	SHARED DISPOSITIVE POWER			
			588,235			
9	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	588,235					
10						
					_	
11	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (9)			
	1.5%					
12	TYPE OF RE	PORTING	F PERSON*			
	00					
CUSIP	No. 883381	105	SCHEDULE 13G Page 9	of 16 P	ages	
1	NAME OF RE	RITZ				
			TION NO. OF ABOVE PERSONS (ENTITIES ONLY)			
2			RIATE BOX IF A MEMBER OF A GROUP*		_	
				(b)	X	
3	SEC USE ON	LY				

4	CITIZENSHI	P OR P	LACE OF ORGANIZATION				
	USA						
		5	SOLE VOTING POWER				
			0				
		6	SHARED VOTING POWER				
BENE	HARES FICIALLY		2,330,459				
]	NED BY EACH	7	SOLE DISPOSITIVE POWER				
Pl	ORTING ERSON		0				
١	WITH	8	SHARED DISPOSITIVE POWER				
			2,330,459				
9	AGGREGATE	TNUOMA	BENEFICIALLY OWNED BY EACH REPORTING	PERSON			
	2,330,459						
10	CHECK BOX	IF THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES				
	CERTAIN SHA	ARES*					
				_  			
11	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (9)				
	5.9%						
12	TYPE OF REI	PORTIN	G PERSON*				
	IN 						
CUSIP	No. 883381		SCHEDULE 13G	Page 10 of 16 Pages			
1	NAME OF REPORTING PERSONS  DOUGLAS LEONE						
			ATION NO. OF ABOVE PERSONS (ENTITIES (	ONLY)			
2							
۷	CHECK THE A	AFFROF	RIALE BOX IF A MEMBER OF A GROUP"	(a)  _			
				(b)  X			
3	SEC USE ON	LΥ					
4		OR P	LACE OF ORGANIZATION				
	USA 						
		5	SOLE VOTING POWER				

			0	
NUMBER OF		6	SHARED VOTING POWER	
	HARES FICIALLY		2,330,459	
	NED BY EACH	7	SOLE DISPOSITIVE POWER	
	ORTING ERSON		0	
	WITH	8	SHARED DISPOSITIVE POWER	
			2,330,459	
9	AGGREGATE A	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	2,330,459			
10	CHECK BOX		AGGREGATE AMOUNT IN ROW (9) EXCLUDES	
				_
11	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (9)	
	5.9%			
12	TYPE OF RE	PORTIN	G PERSON*	
	IN			
CUSIP	No. 883381	105 	SCHEDULE 13G Page 11 of	f 16 Pages
1	NAME OF REMARK STEVEN		G PERSONS	
	I.R.S. IDE	NTIFIC	ATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
2	CHECK THE	 APPROP	RIATE BOX IF A MEMBER OF A GROUP*	
				(a)  _  (b)  X
3	SEC USE ON	 LY		
4	CITIZENSHI	 P OR P	LACE OF ORGANIZATION	
	USA			
		5	SOLE VOTING POWER	
			0	
NUM	IBER OF	6	SHARED VOTING POWER	
	HARES FICIALLY		2,330,459	
BENEFICIALLY OWNED BY EACH REPORTING		7	SOLE DISPOSITIVE POWER	

Ι	PERSON		0		
	WITH	8	SHARED DISPOSITIVE POWER		
			2,330,459		
9	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PE	RSON	
	2,330,459				
10	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (9) EXCLUDES		
				_	
11		' CLASS	REPRESENTED BY AMOUNT IN ROW (9)		
	5.9% 				
12	TYPE OF RE	PORTIN	G PERSON*		
	IN 				
CUSII	P No. 883381	.105	SCHEDULE 13G P	age 12 of 16 Pages	
1	NAME OF REPORTING PERSONS THOMAS F STEPHENSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
2	CHECK THE	APPROP	RIATE BOX IF A MEMBER OF A GROUP*		
2	CHECK THE	APPROP	RIATE BOX IF A MEMBER OF A GROUP*	(a)  _  (b)  X	
	CHECK THE		RIATE BOX IF A MEMBER OF A GROUP*		
			RIATE BOX IF A MEMBER OF A GROUP*		
3	SEC USE ON	LY	RIATE BOX IF A MEMBER OF A GROUP*		
3	SEC USE ON	LY			
3	SEC USE ON	LY			
3	SEC USE ON	ILY	LACE OF ORGANIZATION		
3	SEC USE ON	ILY	LACE OF ORGANIZATION  SOLE VOTING POWER  0		
3 4	SEC USE ON CITIZENSHI	ILY  IP OR P:	LACE OF ORGANIZATION  SOLE VOTING POWER  0		
3  4  NUM S BENI	SEC USE ON CITIZENSHI USA MBER OF	TP OR P:	LACE OF ORGANIZATION  SOLE VOTING POWER  0  SHARED VOTING POWER	(b)  X	
3  4  NUN S BENI OV	SEC USE ON CITIZENSHI USA MBER OF SHARES EFICIALLY WNED BY	TP OR P:	LACE OF ORGANIZATION  SOLE VOTING POWER  0  SHARED VOTING POWER  2,330,459	(b)  X	
3  4  NUN S BENI OV	SEC USE ON CITIZENSHI USA MBER OF SHARES EFICIALLY NNED BY EACH	TP OR P:	LACE OF ORGANIZATION  SOLE VOTING POWER  0  SHARED VOTING POWER  2,330,459  SOLE DISPOSITIVE POWER	(b)  X	
3  4  NUN S BENI OV	SEC USE ON CITIZENSHI USA MBER OF SHARES EFICIALLY WNED BY EACH PORTING	JILY  P OR P:  5  7	LACE OF ORGANIZATION  SOLE VOTING POWER  O SHARED VOTING POWER  2,330,459  SOLE DISPOSITIVE POWER  0	(b)  X	

10

	2,330,459					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*					
 11	PERCENT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	5.9%					
 12	TYPE OF RE	PORTING PERSON*				
	IN					
CUSIP	No. 883381	105 SCHEDULE 13G Page 1	13 of 16 Pages			
1	NAME OF REPORTING PERSONS MICHAEL GOGUEN I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a)  _   (b)  X					
3	SEC USE ON	LY				
4	CITIZENSHI	P OR PLACE OF ORGANIZATION				
	USA					
		5 SOLE VOTING POWER				
		0				
	BER OF	6 SHARED VOTING POWER				
BENE	HARES FICIALLY	588,235				
	NED BY EACH	7 SOLE DISPOSITIVE POWER				
P	ORTING ERSON WITH	0				
	WIIH	8 SHARED DISPOSITIVE POWER				
		588,235				
9	AGGREGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	588 <b>,</b> 235					
10	CHECK BOX CERTAIN SH	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES ARES*				
			_			

1.5%

12 TYPE OF REPORTING PERSON\*

ΤN

\_\_\_\_\_\_

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ITEM 1.

- (a) Name of Issuer: Therasense, Inc.
- (b) Address of Issuer's Principal Executive Offices:

1360 South Loop Road Alameda, CA 94502

ITEM 2.

(a) Name of Persons Filing:

Sequoia Capital VII ("SC VII")
SC VII Management-A, LLC
Sequoia Technology Partners VII ("STP VII")
Sequoia International Partners ("SIP")
Sequoia Capital Franchise Fund ("SCFF")
Sequoia Capital Franchise Partners ("SCFP")
SCFF Management, LLC
Michael Moritz ("MM")
Douglas Leone ("DL")
Mark Stevens ("MS")
Thomas F. Stephenson ("TFS")
Michael Goguen ("MG")

SC VII Management-A, LLC is the General Partner of SC VII, STP VII and SIP. MM, DL, MS and TFS are Managing Members of SC VII Management-A, LLC. SCFF Management, LLC is the General Partner of SCFF and SCFP. MM, DL, MS, TFS and MG are Managing Members of SCFF Management, LLC.

(b) Address of Principal Business Office or, if none, Residence:

3000 Sand Hill Road, 4-180 Menlo Park, CA 94025

- (c) Citizenship: MM, DL, MS, TFS, MG: USA SC VII Management-A LLC, SC VII, STP VII, SIP: California SCFF Management LLC, SCFF, SCFP: Delaware
- (d) Title of Class of Securities: Common
- (e) CUSIP Number: 883381105
- ITEM 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

NOT APPLICABLE

CUSIP No. 883381105 SCHEDULE 13G Page 15 of 16 Pages

ITEM 4. Ownership

SEE ROWS 5 THROUGH 11 OF COVER PAGES

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. []

Instruction. Dissolution of a group requires a response to this item..

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

NOT APPLICABLE

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

NOT APPLICABLE

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

NOT APPLICABLE

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

NOT APPLICABLE

ITEM 10. CERTIFICATION

(The following certification shall be included if the statement is filed pursuant to Rule 13d-1(b):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

CUSIP No. 883381105 SCHEDULE 13G Page 16 of 16 Pages

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 7, 2002

Sequoia Capital VII Sequoia Capital Franchise Fund
Sequoia Technology Partners VII Sequoia Capital Franchise Partners
Sequoia International Partners

By: SC VII Management-A, LLC A California Limited Liability Company General Partner of Each	By: SCFF Management, LLC A Delaware Limited Liability Company General Partner of Each
By: Managing Members	By: Managing Members
Michael Moritz	Michael Moritz
Douglas Leone	Douglas Leone
Mark Stevens	Mark Stevens
Thomas F. Stephenson	Thomas F. Stephenson
	Michael Goguen