

Pacira Pharmaceuticals, Inc.
Form SC 13D/A
November 29, 2011

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

SCHEDULE 13D

**Under the Securities Exchange Act of 1934
(Amendment No. 1)***

Pacira Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

695127 10 0

(CUSIP Number)

Luke B. Evnin

MPM Asset Management

The John Hancock Tower

200 Clarendon Street, 54th Floor

Boston, MA 02116

Telephone: (617) 425-9200

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

November 21, 2011

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 695127 10 0

NAMES OF REPORTING PERSONS

1

MPM BioVentures IV-QP, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

- (a)
- (b) (1)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

NUMBER OF 3,158,046(2)

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH REPORTING 9

PERSON 3,158,046(2)

WITH SHARED DISPOSITIVE POWER

10

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,158,046(2)

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

13.0%(3)

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

PN

(1) MPM BioVentures IV-QP, L.P. (BV IV QP), MPM BioVentures IV GmbH & Co. Beteiligungs KG (BV IV KG), MPM Asset Management Investors BV4 LLC (AM LLC), MPM BioVentures IV GP LLC (BV IV GP), MPM BioVentures IV LLC (BV IV LLC) (collectively, the MPM Entities) and Ansbert Gadicke, Luke Evnin, Steven St. Peter, Todd Foley, James Paul Scopa, Vaughn Kailian and John Vander Vort (collectively, the Listed Persons and together with the MPM Entities, the Filing Persons). The Listed Persons are members of BV IV LLC. The MPM Entities and the Listed Persons expressly disclaim status as a group for purposes of this Schedule 13D.

(2) Includes 74,073 shares of Common Stock underlying warrants which are exercisable within 60 days of the date of this filing.

(3) This percentage is calculated based upon 24,228,827 shares of the Issuer s common stock outstanding, as adjusted pursuant to Rule 13d-3(d)(1) promulgated under the Securities Exchange Act, which is the sum of: (i) 17,228,827 shares of the Issuer s Common Stock outstanding on September 30, 2011, as set forth in the Issuer s final prospectus dated November 15, 2011, filed with the Securities and Exchange Commission on November 16, 2011 and (ii) 7,000,000 shares of Common Stock issued pursuant to the Offering.

CUSIP No. 695127 10 0

NAMES OF REPORTING PERSONS

1 MPM BioVentures IV GmbH & Co. Beteiligungs KG

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2 (a)
(b) (1)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4 WC

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6 Germany

SOLE VOTING POWER

7

NUMBER OF 121,665(2)

SHARED VOTING POWER

8 SHARES BENEFICIALLY OWNED BY

0

SOLE DISPOSITIVE POWER

9 EACH REPORTING

PERSON 121,665(2)

WITH SHARED DISPOSITIVE POWER

10

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

121,665(2)

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.5%(3)

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

PN

(1) This Schedule is filed by the MPM Entities and the Listed Persons. The MPM Entities and the Listed Persons expressly disclaim status as a group for purposes of this Schedule 13D.

(2) Includes 2,853 shares of Common Stock underlying warrants which are exercisable within 60 days of the date of this filing.

(3) This percentage is calculated based upon 24,228,827 shares of the Issuer's Common Stock outstanding upon completion of the Offering (as defined herein), as disclosed in the Issuer's final prospectus dated November 15, 2011, filed with the Securities and Exchange Commission on November 16, 2011.

CUSIP No. 695127 10 0

NAMES OF REPORTING PERSONS

1

MPM Asset Management Investors BV4 LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

- (a)
- (b) (1)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

NUMBER OF 89,800(2)

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

0

SOLE DISPOSITIVE POWER

EACH REPORTING 9

PERSON 89,800(2)

WITH SHARED DISPOSITIVE POWER

10

0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

89,800(2)

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.4%(3)

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

(1) This Schedule is filed by the MPM Entities and the Listed Persons. The MPM Entities and the Listed Persons expressly disclaim status as a group for purposes of this Schedule 13D.

(2) Includes 2,106 shares of Common Stock underlying warrants which are exercisable within 60 days of the date of this filing.

(3) This percentage is calculated based upon 24,228,827 shares of the Issuer's Common Stock outstanding upon completion of the Offering (as defined herein), as disclosed in the Issuer's final prospectus dated November 15, 2011, filed with the Securities and Exchange Commission on November 16, 2011.

CUSIP No. 695127 10 0

NAMES OF REPORTING PERSONS

1

MPM BioVentures IV GP LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

- (a)
- (b) (1)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

3,279,711(2)

SOLE DISPOSITIVE POWER

EACH REPORTING 9

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

3,279,711(2)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,279,711(2)

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

13.5%(3)

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

(1) This Schedule is filed by the MPM Entities and the Listed Persons. The MPM Entities and the Listed Persons expressly disclaim status as a group for purposes of this Schedule 13D.

(2) Includes 3,083,973 shares of Common Stock held by BV IV QP and 118,812 shares of Common Stock held by BV IV KG. Also includes (i) 74,073 shares of Common Stock underlying warrants held by BV IV QP, which are exercisable within 60 days of the date of this filing and (ii) 2,853 shares of Common Stock underlying warrants held by BV IV KG, which are exercisable within 60 days of the date of this filing. BV IV GP and BV IV LLC are the direct and indirect general partners of BV IV QP and BV IV KG.

(3) This percentage is calculated based upon 24,228,827 shares of the Issuer's Common Stock outstanding upon completion of the Offering (as defined herein), as disclosed in the Issuer's final prospectus dated November 15, 2011, filed with the Securities and Exchange Commission on November 16, 2011.

CUSIP No. 695127 10 0

NAMES OF REPORTING PERSONS

1

MPM BioVentures IV LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

- (a)
- (b) (1)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

WC

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

3,369,511(2)

SOLE DISPOSITIVE POWER

EACH REPORTING 9

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

3,369,511(2)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,369,511(2)

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

13.9%(3)

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

(1) This Schedule is filed by the MPM Entities and the Listed Persons. The MPM Entities and the Listed Persons expressly disclaim status as a group for purposes of this Schedule 13D.

(2) Includes 3,083,973 shares of Common Stock held by BV IV QP, 118,812 shares of Common Stock held by BV IV KG and 87,694 shares of Common Stock held by AM LLC. Also includes (i) 74,073 shares of Common Stock underlying warrants held by BV IV QP, which are exercisable within 60 days of the date of this filing, (ii) 2,853 shares of Common Stock underlying warrants held by BV IV KG, which are exercisable within 60 days of the date of this filing and (iii) 2,106 shares of Common Stock underlying warrants held by AM LLC, which are exercisable within 60 days of the date of this filing. BV IV GP and BV IV LLC are the direct and indirect general partners of BV IV QP and BV IV KG and BV IV LLC is the manager of AM LLC.

(3) This percentage is calculated based upon 24,228,827 shares of the Issuer's Common Stock outstanding upon completion of the Offering (as defined herein), as disclosed in the Issuer's final prospectus dated November 15, 2011, filed with the Securities and Exchange Commission on November 16, 2011.

CUSIP No. 695127 10 0

NAMES OF REPORTING PERSONS

1

Ansbert Gadicke

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

- (a)
- (b) (1)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

3,369,511(2)

SOLE DISPOSITIVE POWER

EACH REPORTING 9

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

3,369,511(2)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,369,511(2)

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

13.9%(3)

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

IN

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(2) Includes 3,083,973 shares of Common Stock held by BV IV QP, 118,812 shares of Common Stock held by BV IV KG and 87,694 shares of Common Stock held by AM LLC. Also includes (i) 74,073 shares of Common Stock underlying warrants held by BV IV QP, which are exercisable within 60 days of the date of this filing, (ii) 2,853 shares of Common Stock underlying warrants held by BV IV KG, which are exercisable within 60 days of the date of this filing and (iii) 2,106 shares of Common Stock underlying warrants held by AM LLC, which are exercisable within 60 days of the date of this filing. BV IV GP and BV IV LLC are the direct and indirect general partners of BV IV QP and BV IV KG and BV IV LLC is the manager of AM LLC. The Reporting Person is a member of BV IV LLC.

(3) This percentage is calculated based upon 24,228,827 shares of the Issuer's Common Stock outstanding upon completion of the Offering (as defined herein), as disclosed in the Issuer's final prospectus dated November 15, 2011, filed with the Securities and Exchange Commission on November 16, 2011.

CUSIP No. 695127 10 0

NAMES OF REPORTING PERSONS

1

Luke Evinin

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

- (a)
- (b) (1)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

NUMBER OF 9,153(2)

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

3,369,511(3)

SOLE DISPOSITIVE POWER

EACH REPORTING 9

PERSON 9,153(2)

WITH SHARED DISPOSITIVE POWER

10

3,369,511(3)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,378,664(2)(3)

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

13.9%(4)

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

IN

(1) This Schedule is filed by the MPM Entities and the Listed Persons. The MPM Entities and Listed Persons expressly disclaim status as a group for purposes of this Schedule 13D.

(2) Represents shares of Common Stock issuable pursuant to options exercisable within 60 days of the date of this filing.

(3) Includes 3,083,973 shares of Common Stock held by BV IV QP, 118,812 shares of Common Stock held by BV IV KG and 87,694 shares of Common Stock held by AM LLC. Also includes (i) 74,073 shares of Common Stock underlying warrants held by BV IV QP, which are exercisable within 60 days of the date of this filing, (ii) 2,853 shares of Common Stock underlying warrants held by BV IV KG, which are exercisable within 60 days of the date of this filing and (iii) 2,106 shares of Common Stock underlying warrants held by AM LLC, which are exercisable within 60 days of the date of this filing. BV IV GP and BV IV LLC are the direct and indirect general partners of BV IV QP and BV IV KG and BV IV LLC is the manager of AM LLC. The Reporting Person is a member of BV IV LLC.

(4) This percentage is calculated based upon 24,228,827 shares of the Issuer's Common Stock outstanding upon completion of the Offering (as defined herein), as disclosed in the Issuer's final prospectus dated November 15, 2011, filed with the Securities and Exchange Commission on November 16, 2011.

CUSIP No. 695127 10 0

NAMES OF REPORTING PERSONS

1

Steven St. Peter

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

- (a)
- (b) (1)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

3,369,511(2)

SOLE DISPOSITIVE POWER

EACH REPORTING 9

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

3,369,511(2)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,369,511(2)

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

13.9%(3)

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

IN

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(2) Includes 3,083,973 shares of Common Stock held by BV IV QP, 118,812 shares of Common Stock held by BV IV KG and 87,694 shares of Common Stock held by AM LLC. Also includes (i) 74,073 shares of Common Stock underlying warrants held by BV IV QP, which are exercisable within 60 days of the date of this filing, (ii) 2,853 shares of Common Stock underlying warrants held by BV IV KG, which are exercisable within 60 days of the date of this filing and (iii) 2,106 shares of Common Stock underlying warrants held by AM LLC, which are exercisable within 60 days of the date of this filing. BV IV GP and BV IV LLC are the direct and indirect general partners of BV IV QP and BV IV KG and BV IV LLC is the manager of AM LLC. The Reporting Person is a member of BV IV LLC.

(3) This percentage is calculated based upon 24,228,827 shares of the Issuer's Common Stock outstanding upon completion of the Offering (as defined herein), as disclosed in the Issuer's final prospectus dated November 15, 2011, filed with the Securities and Exchange Commission on November 16, 2011.

CUSIP No. 695127 10 0

NAMES OF REPORTING PERSONS

1

Todd Foley

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b) (1)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 8

3,369,511(2)

SOLE DISPOSITIVE POWER

EACH REPORTING 9

PERSON 0

WITH SHARED DISPOSITIVE POWER

10

3,369,511(2)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,369,511(2)

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

13.9%(3)

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

IN

(1) This Schedule is filed by the MPM Entities and the Listed Persons. The MPM Entities and the Listed Persons expressly disclaim status as a group for purposes of this Schedule 13D.

(2) Includes 3,083,973 shares of Common Stock held by BV IV QP, 118,812 shares of Common Stock held by BV IV KG and 87,694 shares of Common Stock held by AM LLC. Also includes (i) 74,073 shares of Common Stock underlying warrants held by BV IV QP, which are exercisable within 60 days of the date of this filing, (ii) 2,853 shares of Common Stock underlying warrants held by BV IV KG, which are exercisable within 60 days of the date of this filing and (iii) 2,106 shares of Common Stock underlying warrants held by AM LLC, which are exercisable within 60 days of the date of this filing. BV IV GP and BV IV LLC are the direct and indirect general partners of BV IV QP and BV IV KG and BV IV LLC is the manager of AM LLC. The Reporting Person is a member of BV IV LLC.

(3) This percentage is calculated based upon 24,228,827 shares of the Issuer's Common Stock outstanding upon completion of the Offering (as defined herein), as disclosed in the Issuer's final prospectus dated November 15, 2011, filed with the Securities and Exchange Commission on November 16, 2011.

CUSIP No. 695127 10 0&Security ID: Y8076N112 Meeting Date: APR 16, 2013 Meeting Type: Annual Record Date: MAR 18, 2013 # Proposal Mgt Rec Vote Cast Sponsor 1 Approve Minutes of Previous Meeting For For Management Held on April 24, 2012 2 Approve Annual Report of Management For For Management 3.1 Elect Henry Sy, Sr. as a Director For For Management 3.2 Elect Henry T. Sy, Jr. as a Director For For Management 3.3 Elect Hans T. Sy as a Director For For Management 3.4 Elect Herbert T. Sy as a Director For For Management 3.5 Elect Jorge T. Mendiola as a Director For For Management 3.6 Elect Jose L. Cuisia, Jr. as a Director For For Management 3.7 Elect Gregorio U. Kilayko as a Director For For Management 3.8 Elect Joselito H. Sibayan as a Director For For Management 4 Elect Sycip Gorres Velayo & Co. as For For Management Independent Auditors 5 Other Matters For Against Management

SOCAM DEVELOPMENT LTD. Ticker: 00983 Security ID: G8249T103 Meeting Date: MAY 30, 2013 Meeting Type: Annual Record Date: MAY 27, 2013 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Declare Final Dividend For For Management 3a Elect Choi Yuk Keung Lawrence as For For Management Director 3b Elect Chan Kay Cheung as Director For For Management 3c Elect Tsang Kwok Tai Moses as Director For For Management 3d Authorize Board to Fix Remuneration of For For Management Directors 4 Reappoint Deloitte Touche Tohmatsu as For For Management Auditors and Authorize Board to Fix Their Remuneration 5a Approve Issuance of Equity or For Against Management Equity-Linked Securities without Preemptive Rights 5b Authorize Repurchase of Up to 10 For For Management Percent of Issued Share Capital 5c Authorize Reissuance of Repurchased For Against Management Shares 6 Amend Bye-Laws For For Management

SONAE SIERRA BRASIL SA Ticker: SSBR3 Security ID: P8731D103 Meeting Date: APR 25, 2013 Meeting Type: Annual Record Date: # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports for Fiscal Year Ended Dec. 31, 2012 2 Approve Capital Budget and Allocation For For Management of Income 3 Approve Remuneration of Company's For Against Management Management

SONGBIRD ESTATES PLC Ticker: SBD Security ID: G8279H136 Meeting Date: AUG 30, 2012 Meeting Type: Special Record Date: AUG 28, 2012 # Proposal Mgt Rec Vote Cast Sponsor 1 Adopt New Articles of Association For For Management 2 Authorise Market Purchase of Ordinary For For

Management Shares

SONGBIRD ESTATES PLC Ticker: SBD Security ID: G8279H136 Meeting Date: MAY 22, 2013 Meeting Type: Annual Record Date: MAY 20, 2013 # Proposal Mgt Rec Vote Cast Sponsor 1 Accept Financial Statements and For For Management Statutory Reports 2 Re-elect David Pritchard as Director For For Management 3 Re-elect John Botts as Director For For Management 4 Reappoint Deloitte LLP as Auditors For For Management 5 Authorise Board to Fix Remuneration of For For Management Auditors 6 Approve EU Political Donations and For For Management Expenditure 7 Authorise Issue of Equity with For For Management Pre-emptive Rights 8 Authorise Issue of Equity without For For Management Pre-emptive Rights 9 Authorise Market Purchase of Ordinary For For Management Shares

STARWOOD HOTELS & RESORTS WORLDWIDE, INC. Ticker: HOT Security ID: 85590A401 Meeting Date: MAY 30, 2013 Meeting Type: Annual Record Date: APR 03, 2013 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Frits van Paasschen For For Management 1.2 Elect Director Bruce W. Duncan For For Management 1.3 Elect Director Adam M. Aron For For Management 1.4 Elect Director Charlene Barshefsky For For Management 1.5 Elect Director Thomas E. Clarke For For Management 1.6 Elect Director Clayton C. Daley, Jr. For For Management 1.7 Elect Director Lizanne Galbreath For For Management 1.8 Elect Director Eric Hippeau For For Management 1.9 Elect Director Aylwin B. Lewis For For Management 1.10 Elect Director Stephen R. Quazzo For For Management 1.11 Elect Director Thomas O. Ryder For For Management 2 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 3 Approve Omnibus Stock Plan For For Management 4 Ratify Auditors For For Management

STARWOOD PROPERTY TRUST, INC. Ticker: STWD Security ID: 85571B105 Meeting Date: MAY 02, 2013 Meeting Type: Annual Record Date: MAR 27, 2013 # Proposal Mgt Rec Vote Cast Sponsor 1.1 Elect Director Richard D. Bronson For For Management 1.2 Elect Director Jeffrey F. DiModica For For Management 1.3 Elect Director Jeffrey G. Dishner For For Management 1.4 Elect Director Camille J. Douglas For For Management 1.5 Elect Director Boyd W. Fellows For For Management 1.6 Elect Director Barry S. Sternlicht For For Management 1.7 Elect Director Strauss Zelnick For For Management 2 Advisory Vote to Ratify Named For For Management Executive Officers' Compensation 3 Ratify Auditors For For Management 4 Amend Omnibus Stock Plan For For Management

SUMITOMO REALTY & DEVELOPMENT CO. LTD. Ticker: 8830 Security ID: J77841112 Meeting Date: JUN 27, 2013

Meeting Type: Annual Record Date: MAR 31, 2013 # Proposal
Mgt Rec Vote Cast Sponsor 1 Approve Allocation of Income, with
a For For Management Final Dividend of JPY 10 2.1 Elect
Director Takashima, Junji For Against Management 2.2 Elect
Director Onodera, Kenichi For For Management 2.3 Elect Director
Nishima, Kojun For Against Management 2.4 Elect Director
Takemura, Nobuaki For For Management 2.5 Elect Director
Kobayashi, Masato For For Management 2.6 Elect Director
Sakamoto, Yoshinobu For For Management 2.7 Elect Director
Odai, Yoshiyuki For For Management 2.8 Elect Director Kato,
Hiroshi For For Management 2.9 Elect Director Ito, Koji For For
Management 2.10 Elect Director Tanaka, Toshikazu For For
Management 3.1 Appoint Statutory Auditor Abe, Shoichi For
Against Management 3.2 Appoint Statutory Auditor Tomoyasu,
For Against Management Hiroshi 3.3 Appoint Statutory Auditor
Kitamura, For For Management Tadashi 4 Approve Takeover
Defense Plan (Poison For Against Management Pill)

SUNAC CHINA HOLDINGS LTD. Ticker: 01918 Security ID:
G8569A106 Meeting Date: MAY 16, 2013 Meeting Type: Annual
Record Date: MAY 10, 2013 # Proposal Mgt Rec Vote Cast
Sponsor 1 Accept Financial Statements and For For Management
Statutory Reports 2 Declare Final Dividend For For Management
3a1 Elect Jing Hong as Director For For Management 3a2 Elect
Hu Xiaoling as Director For For Management 3a3 Elect Zhu Jia as
Director For For Management 3a4 Elect Li Qin as Director For For
Management 3a5 Elect Ma Lishan as Director For For
Management 3a6 Elect Tse Chi Wai as Director For For
Management 3b Authorize Board to Fix Directors' For For
Management Remuneration 4 Reappoint PricewaterhouseCoopers
as For For Management Auditors and Authorize Board to Fix
Their Remuneration 5a Approve Issuance of Equity or For Against
Management Equity-Linked Securities without Preemptive Rights
5b Authorize Share Repurchase Program For For Management 5c
Authorize Reissuance of Repurchased For Against Management
Shares

THE BANK OF NEW YORK MELLON SA - TF
ADMINISTRADORA INDUSTRIAL S DE RL DE CV Ticker:
TERRA13 Security ID: P9136Y106 Meeting Date: APR 23, 2013
Meeting Type: Special Record Date: APR 15, 2013 # Proposal
Mgt Rec Vote Cast Sponsor 1 Elect Members and Alternates of
Trust For Against Management Technical Committee 2 Verify
Independence Classification of For Against Management Trust
Technical Committee Members 3 Approve Remuneration of
Independent For For Management Members of Trust Technical
Committee 4 Authorize Board to Ratify and Execute For For
Management Approved Resolutions

THE BANK OF NEW YORK MELLON SA - TF
ADMINISTRADORA INDUSTRIAL S DE RL DE CV Ticker:

TERRA13 Security ID: P9136Y106 Meeting Date: MAY 20, 2013
Meeting Type: Special Record Date: MAY 10, 2013 # Proposal
Mgt Rec Vote Cast Sponsor 1 Grant Waiver Regarding Approval
of For For Management Audited Financial Statements to Carry out
Dividend Distributions 2 Authorize Joint Representative and/or
For For Management Trustee to Carry out Necessary Actions to
Formalize Approved Resolutions 3 Authorize Board to Ratify and
Execute For For Management Approved Resolutions

THE BANK OF NEW YORK MELLON SA - TF
ADMINISTRADORA INDUSTRIAL S DE RL DE CV Ticker:
TERRA13 Security ID: P9136Y106 Meeting Date: MAY 20, 2013
Meeting Type: Special Record Date: MAY 10, 2013 # Proposal
Mgt Rec Vote Cast Sponsor 1 Approve Remuneration of
Independent For Against Management Members of Trust
Technical Committee 2 Approve Dividends For For Management
3 Authorize Board to Ratify and Execute For For Management
Approved Resolutions

THE BANK OF NEW YORK MELLON SA - TF
ADMINISTRADORA INDUSTRIAL S DE RL DE CV Ticker:
TERRA13 Security ID: P9136Y106 Meeting Date: JUN 17, 2013
Meeting Type: Special Record Date: JUN 07, 2013 # Proposal Mgt
Rec Vote Cast Sponsor 1 Approve Acquisition of Assets from For
For Management Kimco Realty Corp. and American Industries 2
Authorize Board to Ratify and Execute For For Management
Approved Resolutions

THE HOWARD HUGHES CORPORATION Ticker: HHC
Security ID: 44267D107 Meeting Date: MAY 14, 2013 Meeting
Type: Annual Record Date: MAR 18, 2013 # Proposal Mgt Rec
Vote Cast Sponsor 1.1 Elect Director William A. Ackman For For
Management 1.2 Elect Director Adam Flatto For For Management
1.3 Elect Director Jeffrey Furber For For Management 1.4 Elect
Director Gary Krow For For Management 1.5 Elect Director Allen
Model For For Management 1.6 Elect Director R. Scot Sellers For
For Management 1.7 Elect Director Steven Shepsman For For
Management 1.8 Elect Director Burton M. Tansky For For
Management 1.9 Elect Director Mary Ann Tighe For For
Management 1.10 Elect Director David R. Weinreb For For
Management 2 Advisory Vote to Ratify Named For For
Management Executive Officers' Compensation 3 Ratify Auditors
For For Management

THE PHOENIX MILLS LTD Ticker: 503100 Security ID:
Y6973B132 Meeting Date: AUG 21, 2012 Meeting Type: Annual
Record Date: # Proposal Mgt Rec Vote Cast Sponsor 1 Approve
Financial Statements and For For Management Statutory Reports 2
Approve Final Dividend of INR 2.00 Per For For Management
Share 3 Reelect K. Gandhi as Director For For Management 4
Reelect A. Dalal as Director For For Management 5 Approve A.M.

Ghelani & Co. and For For Management Chaturvedi & Shah as
Statutory Auditors and Authorize Board to Fix Their
Remuneration

TWO HARBORS INVESTMENT CORP. Ticker: TWO Security
ID: 90187B101 Meeting Date: MAY 21, 2013 Meeting Type:
Annual Record Date: MAR 26, 2013 # Proposal Mgt Rec Vote
Cast Sponsor 1.1 Elect Director James J. Bender For For
Management 1.2 Elect Director Mark D. Ein For For Management
1.3 Elect Director William W. Johnson For For Management 1.4
Elect Director Stephen G. Kasnet For For Management 1.5 Elect
Director W. Reid Sanders For For Management 1.6 Elect Director
Thomas Siering For For Management 1.7 Elect Director Brian C.
Taylor For For Management 1.8 Elect Director Hope B.
Woodhouse For For Management 2 Amend Omnibus Stock Plan
For For Management 3 Ratify Auditors For For Management 4
Advisory Vote to Ratify Named For For Management Executive
Officers' Compensation

UNITECH CORPORATE PARKS PLC Ticker: UCP Security ID:
G9221L100 Meeting Date: SEP 10, 2012 Meeting Type: Annual
Record Date: SEP 08, 2012 # Proposal Mgt Rec Vote Cast
Sponsor 1 Accept Financial Statements and For For Management
Statutory Reports 2 Reelect Aubrey Adams as Director For For
Management 3 Reelect Ajay Chandra as Director For Against
Management 4 Reelect Mohammad Khan as Director For For
Management 5 Reelect Donald Lake as Director For For
Management 6 Reelect Nicholas Sallnow-Smith as For For
Management Director 7 Reappoint KPMG Audit LLC as Auditors
For For Management and Authorise Board to Fix Their
Remuneration

WALTER INVESTMENT MANAGEMENT CORP. Ticker:
WAC Security ID: 93317W102 Meeting Date: MAY 03, 2013
Meeting Type: Annual Record Date: MAR 25, 2013 # Proposal
Mgt Rec Vote Cast Sponsor 1.1 Elect Director Steven R. Berrard
For For Management 1.2 Elect Director Ellyn L. Brown For For
Management 1.3 Elect Director Denmark J. Dixon For For
Management 2 Advisory Vote to Ratify Named For For
Management Executive Officers' Compensation 3 Amend
Omnibus Stock Plan For For Management 4 Amend Charter
Provisions Relating to For For Management Former REIT Status 5
Amend Charter Provisions that are For For Management Irrelevant
6 Amend Charter to Adopt Articles For Against Management
Supplementary 7 Amend Charter to Revise For For Management
Indemnification Provisions 8 Amend Charter to Change Articles
Six, For For Management Seven and Eight 9 Ratify Auditors For
For Management

YATRA CAPITAL LIMITED Ticker: YATRA Security ID:
G98332102 Meeting Date: OCT 31, 2012 Meeting Type: Annual

Record Date: # Proposal Mgt Rec Vote Cast Sponsor 1 Accept
Financial Statements and For For Management Statutory Reports
(Voting) 2 Approve PricewaterhouseCoopers, Jersey For For
Management as Auditors and Authorize Board to Fix Their
Remuneration 3 Reelect Shahzaad Dalal as a Director For For
Management 4 Reelect Richard Boleat as a Director For For
Management 5 Reelect Christopher Wright as a For For
Management Director 6 Reelect Malcolm King as a Director For
For Management 7 Reelect David Hunter as a Director For For
Management 8 Reelect George Baird as a Director For For
Management 9 Approve Share Repurchase Program For For
Management 10 Authorize Reissuance of Repurchased For For
Management Shares 11 Amend Articles Re: Redemption Offer For
For Management

YATRA CAPITAL LIMITED Ticker: YATRA Security ID:
G98332102 Meeting Date: JUN 19, 2013 Meeting Type: Special
Record Date: # Proposal Mgt Rec Vote Cast Sponsor 1 Approve
Investment Policy For Did Not Vote Management 2 Amend
Investment Management Agreement For Did Not Vote
Management 3 Adopt Memorandum and Articles of For Did Not
Vote Management Association ===== END NPX REPORT
SIGNATURES Pursuant to the requirements of the Investment
Company Act of 1940, the registrant has duly caused this report to
be signed on its behalf by the undersigned, thereunto duly
authorized. (Registrant) Alpine Global Premier Properties Fund
----- By
(Signature and Title)* /s/ Samuel A. Lieber
----- Samuel A. Lieber, President Date
August 29, 2013 ----- *Print the name and
title of each signing officer under his or her signature.