

TERCICA INC
Form FWP
January 24, 2006

Filed pursuant to Rule 433

Registration Statement No. 333-128224

January 24, 2006

Free Writing Prospectus

Dated January 24, 2006

5,000,000 Shares

Tercica, Inc.

Common Stock

This free writing prospectus relates only to the securities described below and should be read together with the preliminary prospectus supplement, dated January 24, 2006, and accompanying prospectus, relating to these securities.

Tercica intends to offer 5,000,000 newly issued shares of its common stock at a public offering price of \$6.40 per share under an effective shelf registration statement on file with the Securities and Exchange Commission. We also intend to grant to the underwriter of the proposed offering a 30-day option to purchase up to an additional 750,000 newly issued shares of common stock.

We estimate that the gross proceeds from the sale of 5,000,000 shares of common stock in this offering will be approximately \$32 million, based on a public offering price of \$6.40 per share, or approximately \$37 million if the underwriter exercises its option to purchase additional shares in full.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free 1-800-524-4462.

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LEHMAN BROTHERS

"border:none" width="50%">____ Other (specify below)

(Last)

(First)

(Middle)

C/O SB ONE BANCORP, 399 ROUTE 23 3. Date of Earliest Transaction (Month/Day/Year)
05/03/2019

(Street)

FRANKLIN, NJ 07416 4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person

Form filed by More than One Reporting Person

(City)

(State)

(Zip)

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 Ownership (Instr. 4)	
				Code	V	Amount or Price				
Common Stock	05/03/2019		A			776 ⁽¹⁾	A \$ 0	36,913	D	
Common Stock								1,058.55	I	by Dir. Deferred Comp. Agreement
Common Stock								1,815	I	Joint w/ father
Common Stock								1,134	I	by Inv. Club FBO Michael Lombardi
Common Stock								56,979	I	by profit sharing plan

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

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOMBARDI MICHAEL F C/O SB ONE BANCORP 399 ROUTE 23 FRANKLIN, NJ 07416		X		

Signatures

Linda Kuipers,
Attorney-in-Fact

05/03/2019

__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) These shares of restricted stock vest in three installments beginning on May 3, 2020.

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.