

PHARMION CORP
Form SC 13D/A
June 15, 2006

CUSIP No. 141410 20 9

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13D
(Rule 13d-101)

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. 1) (1)

Pharmion Corporation

(Name of Issuer)

Common Stock, \$.001 par value

(Title of Class of Securities)

71715B 40 9

(CUSIP Number)

Domain Associates, L.L.C.
One Palmer Square
Princeton, NJ 08542
Attn: Kathleen K. Schoemaker
Tel. (609) 683-5656

Ropes & Gray LLP
45 Rockefeller Plaza
New York, New York 10111
Attn: John C. MacMurray, Esq.
Tel. (212) 841-5700

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

June 12, 2006

(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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 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.

1The 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).

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1)	Name of Reporting Persons S.S. or I.R.S. Identification No. of Above Persons	Domain Partners VI, L.P.
	EIN No.:	

2)	Check the Appropriate Box if a Member of a Group*	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>

3)	SEC Use Only	

4)	Source of Funds	WC

5)	Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)	<input type="checkbox"/>

6)	Citizenship or Place of Organization	Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	7) Sole Voting Power	1,484,100
	8) Shared Voting Power	-0-
	9) Sole Disposi- tive Power	1,484,100
	10) Shared Dis- positive Power	-0-

11)	Aggregate Amount Beneficially Owned by Each Reporting Person	1,484,100

12)	Check if the Aggregate Amount in Row (11) Excludes Certain Shares	

13)	Percent of Class Represented by Amount in Row (11)	4.6%

14)	Type of Reporting Person	PN

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1)	Name of Reporting Persons S.S. or I.R.S. Identification No. of Above Persons	DP VI Associates, L.P.
	EIN No.:	

2)	Check the Appropriate Box	(a) <input checked="" type="checkbox"/>

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	if a Member of a Group*	(b) []
3)	SEC Use Only	
4)	Source of Funds	WC
5)	Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)	[]
6)	Citizenship or Place of Organization	Delaware
Number of Shares Beneficially Owned by Each Reporting Person With	7) Sole Voting Power	15,900
	8) Shared Voting Power	-0-
	9) Sole Disposi- tive Power	15,900
	10) Shared Dis- positive Power	-0-
11)	Aggregate Amount Beneficially Owned by Each Reporting Person	15,900
12)	Check if the Aggregate Amount in Row (11) Excludes Certain Shares	
13)	Percent of Class Represented by Amount in Row (11)	Less than 0.1%
14)	Type of Reporting Person	PN

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1)	Name of Reporting Persons S.S. or I.R.S. Identification No. of Above Persons EIN No.:	Domain Partners IV, L.P.
2)	Check the Appropriate Box if a Member of a Group*	(a) [x] (b) []
3)	SEC Use Only	
4)	Source of Funds	Not Applicable
5)	Check if Disclosure of Legal Proceedings is	[]

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Required Pursuant to
Items 2(d) or 2(e)

6)	Citizenship or Place of Organization	Delaware
Number of Shares Beneficially Owned by Each Reporting Person With	7) Sole Voting Power	800,708
	8) Shared Voting Power	-0-
	9) Sole Disposi- tive Power	800,708
	10) Shared Dis- positive Power	-0-
11)	Aggregate Amount Beneficially Owned by Each Reporting Person	800,708
12)	Check if the Aggregate Amount in Row (11) Excludes Certain Shares	
13)	Percent of Class Represented by Amount in Row (11)	2.5%
14)	Type of Reporting Person	PN
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1)	Name of Reporting Persons S.S. or I.R.S. Identification No. of Above Persons EIN No.:	DP IV Associates, L.P.
2)	Check the Appropriate Box if a Member of a Group*	(a) [x] (b) []
3)	SEC Use Only	
4)	Source of Funds	Not Applicable
5)	Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)	[]
6)	Citizenship or Place of Organization	Delaware
Number of Shares Beneficially Owned by Each	7) Sole Voting Power	9,155

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Reporting Person
With

	8) Shared Voting Power	-0-
	9) Sole Dispositive Power	9,155
	10) Shared Dispositive Power	-0-
11)	Aggregate Amount Beneficially Owned by Each Reporting Person	9,155
12)	Check if the Aggregate Amount in Row (11) Excludes Certain Shares	
13)	Percent of Class Represented by Amount in Row (11)	Less than 0.1%
14)	Type of Reporting Person	PN

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AMENDMENT NO. 1 TO SCHEDULE 13D

Reference is hereby made to the statement on Schedule 13D filed with the Securities and Exchange Commission on May 15, 2006 (the "Schedule 13D"). Terms defined in the Schedule 13D are used herein as so defined.

The Schedule 13D is hereby amended as follows:

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Item 5 is hereby amended and restated to read in its entirety as follows:

The information below is based on a total of 32,042,298 shares of Common Stock outstanding as of May 5, 2006, as reported in the Issuer's report on Form 10-Q filed with the Securities and Exchange Commission on May 10, 2006.

(a) DP VI directly beneficially owns 1,484,100 shares of Common Stock, or approximately 4.6% of the Common Stock outstanding. DP VI A directly beneficially owns 15,900 shares of Common Stock, or less than 0.1% of the Common Stock outstanding. OPSA VI, as the general partner of DP VI and DP VI A, may be deemed to indirectly beneficially own the securities owned by DP VI and DP VI A. DP IV directly beneficially owns 800,708 shares of Common Stock, or approximately 2.5% of the Common Stock outstanding. DP IV A directly beneficially owns 9,155 shares of Common Stock, or less than 0.1% of the Common Stock outstanding. OPSA IV, as the general partner of DP IV and DP IV A, may be deemed to indirectly beneficially own the securities owned by DP IV and DP IV A.

MANAGING MEMBERS OF OPSA VI AND OPSA IV

(i) James C. Blair directly beneficially owns 25,066 shares of Common Stock and indirectly beneficially owns through a family limited partnership 1,206 shares of Common Stock, or, in the aggregate, less than 0.1% of the Common Stock

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outstanding.

(ii) Brian H. Dovey owns no Common Stock.

(iii) Jesse I. Treu directly beneficially owns 5,919 shares of Common Stock and indirectly beneficially owns through a family limited partnership 8,578 shares of Common Stock, or, in the aggregate, or less than 0.1% of the Common Stock outstanding.

(iv) Kathleen K. Schoemaker directly beneficially owns 1,516 shares of Common Stock, or less than 0.1% of the Common Stock outstanding.

(v) Robert J. More directly beneficially owns 2,209 shares of Common Stock, or less than 0.1% of the Common Stock outstanding.

(vi) Nicole Vitullo owns no Common Stock.

(b) The managing members of OPSA VI and OPSA IV may be deemed to share the power to vote or direct the voting of and to dispose or direct the disposition of the securities of the Issuer that are beneficially owned by DP VI and DP VI A and by DP IV and DP IV A, respectively. Each of the managing members of OPSA VI and OPSA IV disclaims beneficial ownership of all securities other than those he or she owns directly, if any, or by virtue of his or her indirect pro rata interest, as a managing member of OPSA VI and/or OPSA IV, in the securities owned by DP VI and DP VI A and/or by DP IV and DP IV A.

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(c) Between June 9 and June 13, 2006, DP VI and DP VI A purchased an aggregate 500,000 shares of Common Stock in open market transactions, at an average purchase price of \$17.31 per share.

(d) Except as described in this statement, no person has the power to direct the receipt of dividends on or the proceeds of sales of, the shares of Common Stock owned by the Reporting Persons.

(e) Not applicable.

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SIGNATURES

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

Dated: June 14, 2006

DOMAIN PARTNERS VI, L.P.

By: One Palmer Square Associates VI, L.L.C.,
General Partner

By /s/ Kathleen K. Schoemaker_

Managing Member

DP VI ASSOCIATES, L.P.

By: One Palmer Square Associates VI, L.L.C.,
General Partner

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By /s/ Kathleen K. Schoemaker

Managing Member

DOMAIN PARTNERS IV, L.P.

By: One Palmer Square Associates IV, L.L.C.,
General Partner

By /s/ Kathleen K. Schoemaker_

Managing Member

DP IV ASSOCIATES, L.P.

By: One Palmer Square Associates IV, L.L.C.,
General Partner

By /s/ Kathleen K. Schoemaker

Managing Member