

Balyasny Dmitry  
Form 3  
January 11, 2007

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Â BALYASNY ASSET  
MANAGEMENT LLC

(Last) (First) (Middle)

135 E. 57TH STREET,Â 27TH  
FL

(Street)

NEW YORK,Â NYÂ 10022

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)  
12/27/2006

3. Issuer Name **and** Ticker or Trading Symbol

NORTHFIELD LABORATORIES INC /DE/ [NFLD]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)

5. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting  
Person  
\_X\_ Form filed by More than One  
Reporting Person

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

338,400

I

See Footnotes (1) (2)

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

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative  
Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

4. Conversion  
or Exercise  
Price of  
Derivative

5. Ownership  
Form of  
Derivative  
Security:

6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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|                       | Date<br>Exercisable | Expiration<br>Date | Title                   | Amount or<br>Number of<br>Shares | Security | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |                                            |
|-----------------------|---------------------|--------------------|-------------------------|----------------------------------|----------|------------------------------------------------|--------------------------------------------|
| Option (right to buy) | 01/04/2007          | 01/20/2007         | NFLD<br>Common<br>Stock | 481,400                          | \$ 25    | I                                              | See Footnotes <sup>(1)</sup><br><u>(2)</u> |
| Option (right to buy) | 01/04/2007          | 01/20/2007         | NFLD<br>Common<br>Stock | 418,000                          | \$ 7.5   | I                                              | See Footnotes <sup>(1)</sup><br><u>(2)</u> |
| Option (right to buy) | 01/04/2007          | 01/20/2007         | NFLD<br>Common<br>Stock | 1,526,500                        | \$ 22.5  | I                                              | See Footnotes <sup>(1)</sup><br><u>(2)</u> |
| Option (right to buy) | 01/04/2007          | 05/19/2007         | NFLD<br>Common<br>Stock | 500                              | \$ 17.5  | I                                              | See Footnotes <sup>(1)</sup><br><u>(2)</u> |

## Reporting Owners

| Reporting Owner Name / Address                                                                                             | Relationships |           |         |              |
|----------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|--------------|
|                                                                                                                            | Director      | 10% Owner | Officer | Other        |
| BALYASNY ASSET MANAGEMENT LLC<br>135 E. 57TH STREET<br>27TH FL<br>NEW YORK, NY 10022                                       | Â             | Â X       | Â       | Â            |
| Atlas Master Fund, Ltd.<br>C/O BALYASNY ASSET MANAGEMENT LP<br>135 E. 57TH STREET, 27TH FL<br>NEW YORK, NY 10022           | Â             | Â         | Â       | Group Member |
| Atlas Global, LLC<br>C/O BALYASNY ASSET MANAGEMENT LP<br>135 E. 57TH STREET, 27TH FL<br>NEW YORK, NY 10022                 | Â             | Â         | Â       | Group Member |
| ATLAS GLOBAL INVESTMENTS LTD<br>C/O BALYASNY ASSET MANAGEMENT LP<br>135 E. 57TH STREET, 27TH FL<br>NEW YORK, NY 10022      | Â             | Â         | Â       | Group Member |
| Atlas Global Investments II, Ltd.<br>C/O BALYASNY ASSET MANAGEMENT LP<br>135 E. 57TH STREET, 27TH FL<br>NEW YORK, NY 10022 | Â             | Â         | Â       | Group Member |
| Visium Balanced Fund LP<br>C/O BALYASNY ASSET MANAGEMENT LP<br>135 E. 57TH STREET, 27TH FL<br>NEW YORK, NY 10022           | Â             | Â         | Â       | Group Member |

VISIUM LONG BIAS FUND L P  
C/O BALYASNY ASSET MANAGEMENT L.P.      Â      Â      Â      Group Member  
135 E. 57TH STREET, 27TH FLOOR  
NEW YORK, NY 10022

VISIUM BALANCED OFFSHORE FUND LTD  
C/O BALYASNY ASSET MANAGEMENT LP      Â      Â      Â      Group Member  
135 E. 57TH STREET, 27TH FL  
NEW YORK, NY 10022

Balyasny Dmitry  
181 W. MADISON STREET; SUITE 3600      Â      Â X      Â      Â  
CHICAGO, IL 60602

Visium Capital Management, LLC  
C/O BALYASNY ASSET MANAGEMENT LP      Â      Â      Â      Group Member  
135 E. 57TH STREET, 27TH FL  
NEW YORK, NY 10022

## Signatures

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR BALYASNY ASSET MANAGEMENT LP      01/08/2006

\_\_\_\_Signature of Reporting Person      Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR ATLAS MASTER FUND, LTD.      01/08/2006

\_\_\_\_Signature of Reporting Person      Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR ATLAS GLOBAL, LLC      01/08/2006

\_\_\_\_Signature of Reporting Person      Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR ATLAS GLOBAL INVESTMENTS, LTD.      01/08/2006

\_\_\_\_Signature of Reporting Person      Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR ATLAS GLOBAL INVESTMENTS II, LTD.      01/08/2006

\_\_\_\_Signature of Reporting Person      Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR VISIUM BALANCED FUND LP      01/08/2006

\_\_\_\_Signature of Reporting Person      Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR VISIUM LONG BIAS FUND LP      01/08/2006

\_\_\_\_Signature of Reporting Person      Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR VISIUM BALANCED OFFSHORE FUND, LTD.      01/08/2006

\_\_\_\_Signature of Reporting Person      Date

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR DMITRY BALYASNY      01/08/2006

\_\_\_\_Signature of Reporting Person      Date

01/08/2006

/s/ SCOTT SCHROEDER, AUTHORIZED SIGNATORY FOR VISIUM CAPITAL  
MANAGEMENT, LLC

\_\_\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 are held as follows: Atlas Master Fund, Ltd. ("AMF") owns 5.86% or 162,017 shares; Visium Balanced Fund LP ("VBF") owns 21.92% or 606,044 shares; Visium Long Bias Fund LP ("VLB") owns 9.41% or 260,168 shares; Visium Balanced Offshore Fund, Ltd. ("VBOF") owns 36.34% or 1,004,728 shares; and Visium Long Bias Offshore Fund Ltd. ("VLBOF") owns 25.85% or 714,701 shares. Additionally, Dmitry Balyasny owns 0.63% or 17,418 shares. By virtue of its position as investment advisor and/or sub-advisor to each of Atlas Master Fund, Ltd. ("AMF"), Atlas Global, LLC ("AG"), Atlas Global Investments, Ltd. ("AGI"), Atlas Global Investments II, Ltd. ("AGII"), Visium Balanced Fund LP ("VBF"), Visium Long Bias Fund LP ("VLB"), Visium Balanced Offshore Fund, Ltd. ("VBOF") and Visium Long Bias Offshore Fund Ltd. ("VLBOF"), Balyasny Asset Management LP may be deemed to beneficially own all 2,764,800 shares of Common Stock.

(2) By virtue of Atlas Global, LLC's ("AG") ownership of 10.79% of the equity interest in AMF, AG may be deemed to beneficially own the 162,017 shares of Northfield Laboratories, Inc.'s ("NFLD") stock that is beneficially owned by AMF. By virtue of Atlas Global Investments, Ltd. ("AGI") ownership of 83.72% of the equity interest in AMF, AGI may be deemed to beneficially own the 162,017 shares of NFLD stock that is beneficially owned by AMF. By virtue of Atlas Global Investments II, Ltd. ("AGII") ownership of 5.48% of the equity interest in AMF, AGII may be deemed to beneficially own the 162,017 shares of NFLD stock that is beneficially owned by AMF.

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

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