

CAPRIUS INC  
Form 3  
April 29, 2005

**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 * |         |          | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â MARXE AUSTIN W & GREENHOUSE DAVID M     |         |          | (Month/Day/Year)                     | CAPRIUS INC [CAPS]                                 |  |
| (Last)                                    | (First) | (Middle) |                                      | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)       |
| 153 E 53RD ST,Â 55TH FL                   |         |          |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |          |                                      | ___ Director                                       | ___X___ 10% Owner  |
| NEW YORK,Â NYÂ 10022                      |         |          |                                      | ___ Officer  | ___ Other  |
| (City)                                    | (State) | (Zip)    |                                      | (give title below)                                 | (specify below)  |
|   |         |          |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line) |
|   |         |          |                                      |  | __X__ Form filed by One Reporting Person                   |
|   |         |          |                                      |  | ___ Form filed by More than One Reporting Person           |

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

|                                    |  |   |  |
|------------------------------------|--|---|--|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|   |   |  |  |  |  |
|---|---|--|--|--|--|
| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|   | Date Exercisable  | Expiration Date  | Title  | Amount or Number of Shares   |  |

(Instr. 5)

|                       |                           |            |              |                         |         |              |                                    |
|-----------------------|---------------------------|------------|--------------|-------------------------|---------|--------------|------------------------------------|
| Convertible Preferred | 04/05/2005 <sup>(1)</sup> | 04/05/2005 | Common Stock | 1,034,483<br><u>(2)</u> | \$ 2.9  | I <u>(2)</u> | By Limited Partnerships <u>(2)</u> |
| Warrants A            | 05/16/2005                | 02/15/2010 | Common Stock | 310,345 <u>(2)</u>      | \$ 0.28 | I <u>(2)</u> | By Limited Partnerships <u>(2)</u> |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MARXE AUSTIN W & GREENHOUSE DAVID M<br>153 E 53RD ST<br>55TH FL<br>NEW YORK, NY 10022 | Â             | Â X       | Â       | Â     |

## Signatures

Austin W.  
Marxe

04/29/2005

\*\*Signature of  
Reporting Person

Date

David M.  
Greenhouse

04/29/2005

\*\*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) Mandatory conversion.

This is a joint filing by Austin W. Marxe (Marxe) and David M. Greenhouse (Greenhouse). They share voting and investment control over all securities owned by Special Situations Private Equity Fund, LP (PE). 30,000 shares of Pfd Stock converted into 1,034,483 shares

- (2) of Common Stock, 6,206,896 Wts A convertible into 310,345 shares of Common Stock and 2,758,620 Wts B, not yet Convertible, are held by PE. The interest of Marxe and Greenhouse in the shares of Common Stock owned by PE is limited to the extent of his pecuniary interest.

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.