

LCO INVESTMENTS LTD  
 Form 4  
 December 20, 2004

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
 LCO INVESTMENTS LTD

(Last) (First) (Middle)

36 FITZWILLIAM PLACE

(Street)

DUBLIN, L2

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 BRITESMILE INC [BSML]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/16/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (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 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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

**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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
--	------------------------------------	--------------------------------------	--	--------------------------------	--	--	---

Edgar Filing: LCO INVESTMENTS LTD - Form 4

Derivative Security			Disposed of (D)		Date Exercisable	Expiration Date	Title	Amount
			(A)	(D)				
Senior Note due May 16,2009	\$ 7.61	12/16/2004	J	131,462	12/16/2004	05/16/2009	Common Stock	131,462
Warrants	\$ 7.61	12/16/2004	J	45,354	12/16/2004	12/16/2009	Common Stock	45,354
Option (Additional Investment Rights) for Note	\$ 7.61 <sup>(3)</sup>	12/16/2004	J	43,821	12/16/2004	<sup>(2)</sup>	Common Stock	43,821
Option (Additional Investment Rights) for Warrant	\$ 7.61 <sup>(3)</sup>	12/16/2004	J	15,118	12/16/2004	<sup>(2)</sup>	Common Stock	15,118

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LCO INVESTMENTS LTD 36 FITZWILLIAM PLACE DUBLIN, L2		X		

## Signatures

/s/ Craigh Leonard, Attorney  
in fact

12/20/2004

\*\*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) The price for the derivative security includes the Senior Note, Warrant, Option for the Note and Option for the Warrant.
  - (2) The options have a 180 period in which to be exercised.
  - (3) The Additional Investment Rights may be exercised by purchasing a Senior Note for \$333,333.

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.