

APPLIED GENETIC TECHNOLOGIES CORP
 Form 3
 March 26, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
 OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 and Ticker or Trading Symbol | |
| Alta Partners VIII, L.P. | | (Month/Day/Year) | APPLIED GENETIC TECHNOLOGIES CORP [AGTC] | |
| (Last) | (First) | (Middle) | 03/26/2014 | |
| ONE EMBARCADERO CENTER, 37TH FLOOR, SAN FRANCISCO, CA 94111 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | (Check all applicable) | | | |
| | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | <input type="checkbox"/> Officer | <input type="checkbox"/> Other | ___ Form filed by One Reporting Person | |
| | (give title below) (specify below) | | _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) |
|---------------------------------|---|--|---|

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 currently valid OMB control number.

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 Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| | | | | | | | |
|--|-------|-------|--------------|-----------|--------|---|---|
| Series B-1 Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 755,369 | \$ (1) | I | Direct and indirect - see footnotes (2) |
| Series B-2 Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 1,401,731 | \$ (1) | I | Direct and indirect - see footnotes (2) |
| Series B-3 Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 671,655 | \$ (1) | I | Direct and indirect - see footnotes (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Alta Partners VIII, L.P. ONE EMBARCADERO CENTER, 37TH FLOOR SAN FRANCISCO, Â FL Â 94111 | Â | Â X | Â | Â |
| NOHRA GUY P C/O ALTA PARTNERS ONE EMBARCADERO CENTER, 37TH FLOOR SAN FRANCISCO, Â FL Â 94111 | Â | Â X | Â | Â |
| JANNEY DANIEL C/O ALTA PARTNERS ONE EMBARCADERO CENTER, 37TH FLOOR SAN FRANCISCO, Â FL Â 94111 | Â | Â X | Â | Â |
| CHAMPSI FARAH C/O ALTA PARTNERS ONE EMBARCADERO CENTER, 37TH FLOOR SAN FRANCISCO, Â FL Â 94111 | Â | Â X | Â | Â |
| Alta Partners Management VIII, LLC ONE EMBARCADERO CENTER, 37TH FLOOR SAN FRANCISCO, Â FL Â 94111 | Â | Â X | Â | Â |

Signatures

/s/ Laurence
Randall

03/26/2014

**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) Each share of convertible preferred stock is convertible into shares of common stock at any time at the holder's election or upon the consummation of a qualified public offering of the registrant on a 1-for-35 basis. The convertible preferred stock has no expiration date.

Edgar Filing: APPLIED GENETIC TECHNOLOGIES CORP - Form 3

- (2) The securities are held of record by Alta Partners VIII, L.P. ("APVIII"). Alta Partners Management VIII, LLC ("APMVIII") is the general partner of APVIII. Guy Nohra, Daniel Janney and Farah Champsi are managing directors of APMVIII and exercise shared voting and investment power with respect to the shares owned by APVIII. Each of the reporting persons disclaims beneficial ownership of such securities, except to the extent of his, her or its proportionate pecuniary interest therein.

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.