

APPLIED GENETIC TECHNOLOGIES CORP

Form 3

March 26, 2014

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 Rosen James

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/26/2014

3. Issuer Name and Ticker or Trading Symbol

APPLIED GENETIC TECHNOLOGIES CORP [AGTC]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)C/O APPLIED GENETIC
TECHNOLOGIES
CORP,Â 11801 RESEARCH
DRIVE, SUITE D

(Street)

ALACHUA,Â FLÂ 32615

(City)

(State)

(Zip)

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ 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
(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
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A-1 Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	628,399	\$ (1)	I	See footnotes (2)
Series B-1 Convertible Preferred Stock	Â (3)	Â (3)	Common Stock	137,326	\$ (3)	I	See footnotes (2)
Series B-2 Convertible Preferred Stock	Â (3)	Â (3)	Common Stock	254,834	\$ (3)	I	See footnotes (2)
Series B-3 Convertible Preferred Stock	Â (3)	Â (3)	Common Stock	122,107	\$ (3)	I	See footnotes (2)
Series B-1 Warrant (Right to Buy)	Â (3)(4)	05/02/2017	Series B-1 Convertible Preferred Stock	312,228 (3)	\$ 0.1297	I	See footnotes (2)
Stock Option (Right to Buy)	Â (5)	03/26/2024	Common Stock	9,375	\$ 12	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rosen James C/O APPLIED GENETIC TECHNOLOGIES CORP 11801 RESEARCH DRIVE, SUITE D ALACHUA, FL 32615	Â X	Â X	Â	Â

Signatures

/s/ Hemmie Chang, attorney-in-fact for James Rosen 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 Series A-1 convertible preferred stock is convertible into shares of common stock at any time at the holder's election or upon consummation of a qualified public offering of the registrant on an approximately 1-for-16.62 basis. The Series A-1 convertible preferred stock has no expiration date.

(2) Held of record by Intersouth Partners VI, L.P. Intersouth Associates VI, LLC is the general partner of Intersouth Partners VI, L.P. The reporting person is a Partner at Intersouth Associates VI, LLC. The reporting person disclaims beneficial ownership of all the shares held by Intersouth Partners VI, L.P. and this report shall not be deemed an admission of beneficial ownership of such shares for the purposes of Section 16 or for any other purpose except to the extent of his proportionate pecuniary interest therein.

(3) Each share of Series B-1, B-2 and B3 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 Series B-1, B-2 and B-3 convertible preferred stock has no expiration date.

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- (4) The Series B-1 Warrant is exercisable for shares of Series B-1 convertible preferred stock at any time until the expiration of the warrant at the holder's election.
- (5) Option becomes exercisable in equal yearly installments over three years from the date of grant.

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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