Achaogen Inc Form SC 13G February 17, 2015

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

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

(Amendment No.)*

Achaogen, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

004449104

(CUSIP Number)

December 31, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- o Rule 13d-1(c)
- x Rule 13d-1(d)

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

^{*}The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

13 G

1	Names of Reporting Per Versant Affiliates Fund		
2	Check the Appropriate (a) (b)	Box if a Member o x (1)	of a Group*
3	SEC Use Only		
4	Citizenship or Place of Delaware, United States	-	
	5		Sole Voting Power 23,118 shares of Common Stock (2)
Number of Shares Beneficially Owned by	6		Shared Voting Power 0 shares
Each Reporting Person With	7		Sole Dispositive Power 23,118 shares of Common Stock (2)
	8		Shared Dispositive Power 0 shares
9	Aggregate Amount Ben 23,118 shares of Comm		by Each Reporting Person
10	Check Box if the Aggre	gate Amount in F	Row (9) Excludes Certain Shares* o
11	Percent of Class Repres 0.1% (3)	ented by Amount	t in Row 9

CUSIP NO. 004449104

12

Type of Reporting Person*

⁽²⁾ VV II serves as the sole general partner of VAF II-A and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, BJB, CMW and BNL are managing directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A; however, they disclaim beneficial ownership of the shares held by VAF II-A except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

13 G

1	Names of Reporting Pers Versant Side Fund II, L.		
2	Check the Appropriate B	Box if a Member of	of a Group*
	(a)	0	
	(b)	x (1)	
3	SEC Use Only		
4	Citizenship or Place of C Delaware, United States	•	
	5		Sole Voting Power
			11,139 shares of Common Stock (2)
Number of			11,135 shares of Common Stock (2)
Shares	6		Shared Voting Power
Beneficially			0 shares
Owned by			
Each	7		Sole Dispositive Power
Reporting Person With			11,139 shares of Common Stock (2)
1 CISON WILL	8		Shared Dispositive Power
	Ü		0 shares
9	Aggregate Amount Bene 11,139 shares of Commo	-	y Each Reporting Person

Percent of Class Represented by Amount in Row 9

Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o

10

11

12

0.1%(3)

Type of Reporting Person*

⁽¹⁾ This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (VAF II-A), Versant Side Fund II, L.P., a Delaware limited partnership (VVC II), Versant Ventures II, LLC, a Delaware limited liability company (VV II), Brian G. Atwood (BGA), Samuel D. Colella (SDC), Ross A. Jaffe (RAJ), William J. Link (WJL Donald B. Milder (DBM), Rebecca B. Robertson (RBR), Bradley J. Bolzon (BJB), Charles M. Warden (CMW), Barbara N. Lubash (BNL a together with VAF II-A, VSF II, VVC II, VV II, BGA, SDC, RAJ, WJL, DBM, RBR, BJB and CMW, collectively, the Reporting Persons). The Reporting Persons expressly disclaim status as a group for purposes of this Schedule 13G.

⁽²⁾ VV II serves as the sole general partner of VSF II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, BJB, CMW and BNL are managing directors and/or members of VV II and share voting and dispositive power over the shares held by VSF II; however, they disclaim beneficial ownership of the shares held by VSF II except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

13 G

CUSIF NO. 00444	1910 4		13 0
1	Names of Reporting Versant Venture Ca		
2	Check the Appropria (a) (b)	ate Box if a Memb o x (1)	per of a Group*
3	SEC Use Only		
4	Citizenship or Place Delaware, United St		
Number of	5		Sole Voting Power 1,246,895 shares of Common Stock (2)
Number of Shares Beneficially Owned by	6		Shared Voting Power 0 shares
Each Reporting Person With	7		Sole Dispositive Power 1,246,895 shares of Common Stock (2)
	8		Shared Dispositive Power 0 shares
9	Aggregate Amount 1,246,895 shares of		ed by Each Reporting Person 2)
10	Check Box if the Ag	ggregate Amount i	in Row (9) Excludes Certain Shares* o
11	Percent of Class Rep 7.0% (3)	presented by Amor	unt in Row 9
12	Type of Reporting F PN	erson*	

⁽¹⁾ This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (VAF II-A), Versant Side Fund II, L.P., a Delaware limited partnership (VVC II), Versant Ventures II, LLC, a Delaware limited liability company (VV II), Brian G. Atwood (BGA), Samuel D. Colella (SDC), Ross A. Jaffe (RAJ), William J. Link (WJL Donald B. Milder (DBM), Rebecca B. Robertson (RBR), Bradley J. Bolzon (BJB), Charles M. Warden (CMW), Barbara N. Lubash (BNL a together with VAF II-A, VSF II, VVC II, VV II, BGA, SDC, RAJ, WJL, DBM, RBR, BJB and CMW, collectively, the Reporting Persons). The Reporting Persons expressly disclaim status as a group for purposes of this Schedule 13G.

⁽²⁾ VV II serves as the sole general partner of VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, BJB, CMW and BNL are managing directors and/or members of VV II and share voting and dispositive power over the shares held by VVC II; however, they disclaim beneficial ownership of the shares held by VVC II except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

13 G

1	Names of Reporting P Versant Ventures II, L		
2	Check the Appropriate		er of a Group*
	(a) (b)	o x (1)	
3	SEC Use Only		
4	Citizenship or Place of Delaware, United Stat	-	
	5		Sole Voting Power 0 shares
Number of Shares Beneficially Owned by	6		Shared Voting Power 1,281,152 shares of Common Stock (2)
Each Reporting Person With	7		Sole Dispositive Power 0 shares
	8		Shared Dispositive Power 1,281,152 shares of Common Stock (2)
9	Aggregate Amount Be 1,281,152 shares of Co	-	d by Each Reporting Person

Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o

Percent of Class Represented by Amount in Row 9

CUSIP NO. 004449104

10

11

12

7.2%(3)

00

Type of Reporting Person*

⁽²⁾ Includes: (i) 23,118 shares held by VAF II-A; (ii) 11,139 shares held by VSF II; and (iii) 1,246,895 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, BJB, CMW and BNL are managing directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, they disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

CUSIP NO. 00444	9104		13 G
1	Names of Reporting Pe Brian G. Atwood	ersons	
2	Check the Appropriate (a) (b)	Box if a Member of a Group* o x (1)	
3	SEC Use Only		

4 Citizenship or Place of Organization United States of America

	5	Sole Voting Power 0 shares
Number of		
Shares	6	Shared Voting Power
Beneficially		1,281,152 shares of Common Stock (2)
Owned by		
Each	7	Sole Dispositive Power
Reporting		0 shares
Person With		
	8	Shared Dispositive Power
		1,281,152 shares of Common Stock (2)

- 9 Aggregate Amount Beneficially Owned by Each Reporting Person 1,281,152 shares of Common Stock (2)
- 10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o
- 11 Percent of Class Represented by Amount in Row 9 7.2%(3)
- 12 Type of Reporting Person*

⁽¹⁾ This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (VAF II-A), Versant Side Fund II, L.P., a Delaware limited partnership (VSF II), Versant Venture Capital II, L.P., a Delaware limited partnership (VVC II), Versant Ventures II, LLC, a Delaware limited liability company (VV II), Brian G. Atwood (BGA), Samuel D. Colella (SDC), Ross A. Jaffe (RAJ), William J. Link (WJL Donald B. Milder (DBM), Rebecca B. Robertson (RBR), Bradley J. Bolzon (BJB), Charles M. Warden (CMW), Barbara N. Lubash (BNL a together with VAF II-A, VSF II, VVC II, VV II, BGA, SDC, RAJ, WJL, DBM, RBR, BJB and CMW, collectively, the Reporting Persons). The Reporting Persons expressly disclaim status as a group for purposes of this Schedule 13G.

⁽²⁾ Includes: (i) 23,118 shares held by VAF II-A; (ii) 11,139 shares held by VSF II; and (iii) 1,246,895 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA is a managing director and/or member of VV II and shares voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, he disclaims beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of his pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

13 G

1	Names of Reporting Per Samuel D. Colella	rsons	
2	Check the Appropriate I (a) (b)	Box if a Member o x (1)	of a Group*
3	SEC Use Only		
4	Citizenship or Place of C United States of Americ	_	
	5		Sole Voting Power 0 shares
Number of Shares Beneficially Owned by	6		Shared Voting Power 1,281,152 shares of Common Stock (2)
Each Reporting Person With	7		Sole Dispositive Power 0 shares
	8		Shared Dispositive Power 1,281,152 shares of Common Stock (2)
9	Aggregate Amount Bend 1,281,152 shares of Con		by Each Reporting Person
10	Check Box if the Aggreg	gate Amount in R	Row (9) Excludes Certain Shares* o
11	Percent of Class Represe 7.2% (3)	ented by Amount	in Row 9
12	Type of Reporting Perso	on*	

⁽¹⁾ This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (VAF II-A), Versant Side Fund II, L.P., a Delaware limited partnership (VSF II), Versant Venture Capital II, L.P., a Delaware limited partnership (VVC II), Versant Ventures II, LLC, a Delaware limited liability company (VV II), Brian G. Atwood (BGA), Samuel D. Colella (SDC), Ross A. Jaffe (RAJ), William J. Link (WJL Donald B. Milder (DBM), Rebecca B. Robertson (RBR), Bradley J. Bolzon (BJB), Charles M. Warden (CMW), Barbara N. Lubash (BNL a together with VAF II-A, VSF II, VVC II, VV II, BGA, SDC, RAJ, WJL, DBM, RBR, BJB and CMW, collectively, the Reporting Persons). The Reporting Persons expressly disclaim status as a group for purposes of this Schedule 13G.

⁽²⁾ Includes: (i) 23,118 shares held by VAF II-A; (ii) 11,139 shares held by VSF II; and (iii) 1,246,895 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. SDC is a managing director and/or member of VV II and shares voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, he disclaims beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of his pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-O filed with the Securities and Exchange Commissions on November 10, 2014.

13 G

1	Names of Reporting Pers Ross A. Jaffe	sons	
2	Check the Appropriate E (a) (b)	Box if a Member o o x (1)	of a Group*
3	SEC Use Only		
4	Citizenship or Place of C United States of America	-	
	5		Sole Voting Power 0 shares
Number of Shares Beneficially Owned by	6		Shared Voting Power 1,281,152 shares of Common Stock (2)
Each Reporting Person With	7		Sole Dispositive Power 0 shares
Terson with	8		Shared Dispositive Power 1,281,152 shares of Common Stock (2)
9	Aggregate Amount Bene 1,281,152 shares of Com		y Each Reporting Person
10	Check Box if the Aggreg	gate Amount in R	ow (9) Excludes Certain Shares* o
11	Percent of Class Represe 7.2% (3)	ented by Amount	in Row 9

12

Type of Reporting Person*

⁽¹⁾ This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (VAF II-A), Versant Side Fund II, L.P., a Delaware limited partnership (VVC II), Versant Ventures II, LLC, a Delaware limited liability company (VV II), Brian G. Atwood (BGA), Samuel D. Colella (SDC), Ross A. Jaffe (RAJ), William J. Link (WJL Donald B. Milder (DBM), Rebecca B. Robertson (RBR), Bradley J. Bolzon (BJB), Charles M. Warden (CMW), Barbara N. Lubash (BNL a together with VAF II-A, VSF II, VVC II, VV II, BGA, SDC, RAJ, WJL, DBM, RBR, BJB and CMW, collectively, the Reporting Persons). The Reporting Persons expressly disclaim status as a group for purposes of this Schedule 13G.

⁽²⁾ Includes: (i) 23,118 shares held by VAF II-A; (ii) 11,139 shares held by VSF II; and (iii) 1,246,895 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. RAJ is a managing director and/or member of VV II and shares voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, he disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of his pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

13 G

	.,		10 0
1	Names of Reporting William J. Link	g Persons	
2	Check the Appropri	ate Box if a Men	nber of a Group*
	(a)	О	-
	(b)	x (1)	
3	SEC Use Only		
4	Citizenship or Place	e of Organization	
	United States of An	nerica	
	5		Sole Voting Power
			0 shares
Number of			
Shares	6		Shared Voting Power
Beneficially Owned by			1,281,152 shares of Common Stock (2)
Each	7		Sole Dispositive Power
Reporting	,		0 shares
Person With			
	8		Shared Dispositive Power
			1,281,152 shares of Common Stock (2)
9	Aggregate Amount	Beneficially Own	ned by Each Reporting Person
	1,281,152 shares of		
10			
10	Check Box if the A	ggregate Amount	t in Row (9) Excludes Certain Shares* o
11	Percent of Class Re	presented by Am	ount in Row 9
	7.2% (3)		
12	Type of Reporting I	Person*	
	IN		

CUSIP NO. 004449104

⁽²⁾ Includes: (i) 23,118 shares held by VAF II-A; (ii) 11,139 shares held by VSF II; and (iii) 1,246,895 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. WJL is a managing director and/or member of VV II and shares voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, he disclaims beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of his pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

13 G

1	Names of Reporting Donald B. Milder	ng Persons	
2	Check the Approp (a) (b)	riate Box if a Mer o x (1)	nber of a Group*
3	SEC Use Only		
4	Citizenship or Plac United States of A		
	5		Sole Voting Power 0 shares
Number of Shares Beneficially Owned by	6		Shared Voting Power 1,281,152 shares of Common Stock (2)
Each Reporting Person With	7		Sole Dispositive Power 0 shares
	8		Shared Dispositive Power 1,281,152 shares of Common Stock (2)
9	Aggregate Amoun 1,281,152 shares of	-	ned by Each Reporting Person (2)
10	Check Box if the A	Aggregate Amoun	t in Row (9) Excludes Certain Shares* o
11	Percent of Class R 7.2% (3)	epresented by An	nount in Row 9
12	Type of Reporting	Person*	

CUSIP NO. 004449104

IN

⁽²⁾ Includes: (i) 23,118 shares held by VAF II-A; (ii) 11,139 shares held by VSF II; and (iii) 1,246,895 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. DBM is a managing director and/or member of VV II and shares voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, he disclaims beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of his pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

13 G

1	Names of Reporting Rebecca B. Robertso		
2	Check the Appropria	te Box if a Membe	r of a Group*
	(a)	0	
	(b)	x (1)	
3	SEC Use Only		
4	Citizenship or Place United States of Ame	C	
	5		Sole Voting Power 0 shares
Number of Shares	6		Shared Voting Power
Beneficially Owned by			1,281,152 shares of Common Stock (2)
Each	7		Sole Dispositive Power
Reporting			0 shares

- 9 Aggregate Amount Beneficially Owned by Each Reporting Person 1,281,152 shares of Common Stock (2)
- 10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o
- Percent of Class Represented by Amount in Row 9 7.2% (3)
- Type of Reporting Person*

8

CUSIP NO. 004449104

Person With

Shared Dispositive Power

1,281,152 shares of Common Stock (2)

⁽¹⁾ This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (VAF II-A), Versant Side Fund II, L.P., a Delaware limited partnership (VVC II), Versant Ventures II, LLC, a Delaware limited liability company (VV II), Brian G. Atwood (BGA), Samuel D. Colella (SDC), Ross A. Jaffe (RAJ), William J. Link (WJL Donald B. Milder (DBM), Rebecca B. Robertson (RBR), Bradley J. Bolzon (BJB), Charles M. Warden (CMW), Barbara N. Lubash (BNL a together with VAF II-A, VSF II, VVC II, VV II, BGA, SDC, RAJ, WJL, DBM, RBR, BJB and CMW, collectively, the Reporting Persons). The Reporting Persons expressly disclaim status as a group for purposes of this Schedule 13G.

⁽²⁾ Includes: (i) 23,118 shares held by VAF II-A; (ii) 11,139 shares held by VSF II; and (iii) 1,246,895 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. RBR is a managing director and/or member of VV II and shares voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, she disclaims beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of her pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

CUSIP NO. 004449104	13 G
COSII NO. 004447104	15 0

1	Names of Reporting Persons Bradley J. Bolzon				
2	Check the Appropriate E (a) (b)	Box if a Member o x (1)	of a Group*		
3	SEC Use Only				
4	Citizenship or Place of Organization Canada				
Novel or of	5		Sole Voting Power 0 shares		
Number of Shares Beneficially Owned by	6		Shared Voting Power 1,281,152 shares of Common Stock (2)		
Each Reporting Person With	7		Sole Dispositive Power 0 shares		
	8		Shared Dispositive Power 1,281,152 shares of Common Stock (2)		
9	Aggregate Amount Beneficially Owned by Each Reporting Person 1,281,152 shares of Common Stock (2)				
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o				
11	Percent of Class Represented by Amount in Row 9 7.2% (3)				
12	Type of Reporting Person* IN				

⁽¹⁾ This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (VAF II-A), Versant Side Fund II, L.P., a Delaware limited partnership (VVC II), Versant Ventures II, LLC, a Delaware limited liability company (VV II), Brian G. Atwood (BGA), Samuel D. Colella (SDC), Ross A. Jaffe (RAJ), William J. Link (WJL Donald B. Milder (DBM), Rebecca B. Robertson (RBR), Bradley J. Bolzon (BJB), Charles M. Warden (CMW), Barbara N. Lubash (BNL a together with VAF II-A, VSF II, VVC II, VV II, BGA, SDC, RAJ, WJL, DBM, RBR, BJB and CMW, collectively, the Reporting Persons). The Reporting Persons expressly disclaim status as a group for purposes of this Schedule 13G.

⁽²⁾ Includes: (i) 23,118 shares held by VAF II-A; (ii) 11,139 shares held by VSF II; and (iii) 1,246,895 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BJB is a managing director and/or member of VV II and shares voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, he disclaims beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of his pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

CUSIP NO. 004449104	13 G
CCSII 110. 001113101	15 0

1	Names of Reporting Persons Charles M. Warden				
2	Check the Appropriate E (a) (b)	Box if a Member o x (1)	of a Group*		
3	SEC Use Only				
4	Citizenship or Place of Organization United States of America				
	5		Sole Voting Power 0 shares		
Number of Shares Beneficially Owned by	6 Shared Voting Power 1,281,152 shares of Comm		Shared Voting Power 1,281,152 shares of Common Stock (2)		
Each Reporting Person With	7		Sole Dispositive Power 0 shares		
Torson With	8	8 Shared Dispositiv 1,281,152 shares			
9	Aggregate Amount Beneficially Owned by Each Reporting Person 1,281,152 shares of Common Stock (2)				
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o				
11	Percent of Class Represented by Amount in Row 9 7.2% (3)				
12	Type of Reporting Person* IN				

⁽¹⁾ This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (VAF II-A), Versant Side Fund II, L.P., a Delaware limited partnership (VVC II), Versant Ventures II, LLC, a Delaware limited liability company (VV II), Brian G. Atwood (BGA), Samuel D. Colella (SDC), Ross A. Jaffe (RAJ), William J. Link (WJL Donald B. Milder (DBM), Rebecca B. Robertson (RBR), Bradley J. Bolzon (BJB), Charles M. Warden (CMW), Barbara N. Lubash (BNL a together with VAF II-A, VSF II, VVC II, VV II, BGA, SDC, RAJ, WJL, DBM, RBR, BJB and CMW, collectively, the Reporting Persons). The Reporting Persons expressly disclaim status as a group for purposes of this Schedule 13G.

⁽²⁾ Includes: (i) 23,118 shares held by VAF II-A; (ii) 11,139 shares held by VSF II; and (iii) 1,246,895 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. CMW is a managing director and/or member of VV II and shares voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, he disclaims beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of his pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

13 G

CUSIF NO. 004445	9104	13 G	
1	Names of Reporting Persons Barbara N. Lubash		
2	Check the Appropriate I (a) (b)	Box if a Member o x (1)	of a Group*
3	SEC Use Only		
4	Citizenship or Place of Organization United States of America		
Number of	5		Sole Voting Power 0 shares
Number of Shares Beneficially Owned by Each Reporting Person With	6		Shared Voting Power 1,281,152 shares of Common Stock (2)
	7		Sole Dispositive Power 0 shares
	8		Shared Dispositive Power 1,281,152 shares of Common Stock (2
9	Aggregate Amount Bendary 1,281,152 shares of Con		by Each Reporting Person
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o		
11	Percent of Class Represented by Amount in Row 9 7.2% (3)		
12	Type of Reporting Perso	on*	

CUSIP NO. 004449104

⁽²⁾ Includes: (i) 23,118 shares held by VAF II-A; (ii) 11,139 shares held by VSF II; and (iii) 1,246,895 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BNL is a managing director and/or member of VV II and shares voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, she disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of her pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014.

⁽³⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014 as set forth in the Issuer s most recent 10-Q filed with the Securities and Exchange Commissions on November 10, 2014.

Introductory Note: This Statement on Schedule 13G is filed on behalf of the Reporting Persons, in respect of shares of Common Stock, par value \$0.001 per share (Common Stock), of Achaogen, Inc. (the Issuer).

Item 1						
Ittiii I	(a)	Name of Issuer:				
		Achaogen, Inc.				
		Address of Issuer		ecutive Offices:		
		7000 Shoreline C	ourt, Suite 371			
			G.L. 0.4000			
		South San Francis	sco, CA 94080			
Item 2						
100111 2	(a)	Name of Person(s	s) Filing:			
	,	Versant Affiliates		(VAFII-A)		
		Versant Side Fun	d II, L.P. (VSI	FII)		
		Versant Venture	Capital II, L.P. ((VVC II)		
			-			
		Versant Ventures	II, LLC (VV I	Ι)		
		D ' C M 1	(DCA)			
		Brian G. Atwood	(BGA)			
		Samuel D. Colell	a (SDC)			
		Samuel B. Colem	a (SDC)			
		Ross A. Jaffe (RAJ)			
			- ,			
		William J. Link (William J. Link (WJL)			
		Donald B. Milder	(DBM)			
		Rebecca B. Robe	rtson (RBR)			
		D 11 I D 1	(DID)			
		Bradley J. Bolzor	ı (BJB)			
		Charles M. Ward	en (CMW)			
		Charles IVI. Ward	cii (Civi w)			
		Barbara N. Lubas	sh (BNL)			
	(b)	Address of Princi		fice:		
		c/o Versant Ventu	-			
		One Sansome Str	eet, Suite 3630			
	(1-)	San Francisco, Ca	A 94104			
	(b)	Citizenship: Entities:	VAF II-A		Delaware, United States of America	
		Entities.	VSF II	-	Delaware, United States of America	
			VVC II	-	Delaware, United States of America	
			VV II	-	Delaware, United States of America	
		Individuals:	BGA	-	United States of America	
			SDC	-	United States of America	
			RAJ	-	United States of America	

WJL - United States of America
DBM - United States of America
RBR - United States of America

BJB - Canada

CMW - United States of America
BNL - United States of America

(d) Title of Class of Securities:

Common Stock

(e) CUSIP Number: 004449104

Item 3 Not applicable.

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Item 4 Ownership.

The following information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2014:

Reporting Persons (1)	Shares Held Directly	Sole Voting Power	Shared Voting Power	Sole Dispositive Power	Shared Dispositive Power	Beneficial Ownership	Percentage of Class (2)
VAF II-A	23,118	23,118	0	23,118	0	23,118	0.1%
VSF II	11,139	11,139	0	11,139	0	11,139	0.1%
VVC II	1,246,895	1,246,895	0	1,246,895	0	1,246,895	7.0%
VV II	0	0	1,281,152	0	1,281,152	1,281,152	7.2%
BGA	0	0	1,281,152	0	1,281,152	1,281,152	7.2%
SDC	0	0	1,281,152	0	1,281,152	1,281,152	7.2%
RAJ	0	0	1,281,152	0	1,281,152	1,281,152	7.2%
WJL	0	0	1,281,152	0	1,281,152	1,281,152	7.2%
DBM	0	0	1,281,152	0	1,281,152	1,281,152	7.2%
RBR	0	0	1,281,152	0	1,281,152	1,281,152	7.2%
BJB	0	0	1,281,152	0	1,281,152	1,281,152	7.2%
CMW	0	0	1,281,152	0	1,281,152	1,281,152	7.2%
BNL	0	0	1,281,152	0	1,281,152	1,281,152	7.2%

⁽¹⁾ VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, BJB, CMW and BNL are managing directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, they disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of their pecuniary interests therein.

Item 5 Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof, the Reporting Persons have ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

o

Item 6	Ownership of More than Five Percent on Behalf of Another Person. See Items 2(a) and 4.
Item 7	Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company. Not applicable.
Item 8	Identification and Classification of Members of the Group. Not applicable.
Item 9	Notice of Dissolution of Group. Not applicable.
Item 10	Certification. Not applicable.

⁽²⁾ This percentage is calculated based upon 17,757,874 shares of Common Stock outstanding as of October 31, 2014.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2015

Versant Affiliates Fund II-A, L.P.

By: Versant Ventures II, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Authorized Representative

Versant Side Fund II, L.P.

By: Versant Ventures II, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Authorized Representative

Versant Venture Capital II, L.P.

By: Versant Ventures II, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Authorized Representative

Versant Ventures II, LLC

By: /s/ Robin L. Praeger

Authorized Representative

/s/ Robin L. Praeger as attorney in fact

Brian G. Atwood

/s/ Robin L. Praeger as attorney in fact

Samuel D. Colella

/s/ Robin L. Praeger as attorney in fact

Ross A. Jaffe

/s/ Robin L. Praeger as attorney in fact

William J. Link

/s/ Robin L. Praeger as attorney in fact

Donald B. Milder

/s/ Robin L. Praeger as attorney in fact

Rebecca B. Robertson

/s/ Robin L. Praeger as attorney in fact

Bradley J. Bolzon

/s/ Robin L. Praeger as attorney in fact **Charles M. Warden**

/s/ Robin L. Praeger as attorney in fact

Barbara N. Lubash

A - Joint Filing Statement

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EXHIBIT A

JOINT FILING STATEMENT

We, the undersigned, hereby express our agreement that the attached Schedule 13G (or any amendments thereto) relating to the Common Stock of Achaogen, Inc. is filed on behalf of each of us.

Dated: February 13, 2015

Versant Affiliates Fund II-A, L.P.

By: Versant Ventures II, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Authorized Representative

Versant Side Fund II, L.P.

By: Versant Ventures II, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Authorized Representative

Versant Venture Capital II, L.P.

By: Versant Ventures II, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Authorized Representative

Versant Ventures II, LLC

By: /s/ Robin L. Praeger

Authorized Representative

/s/ Robin L. Praeger as attorney in fact

Brian G. Atwood

/s/ Robin L. Praeger as attorney in fact

Samuel D. Colella

/s/ Robin L. Praeger as attorney in fact

Ross A. Jaffe

/s/ Robin L. Praeger as attorney in fact William J. Link

/s/ Robin L. Praeger as attorney in fact

Donald B. Milder

/s/ Robin L. Praeger as attorney in fact

Rebecca B. Robertson

/s/ Robin L. Praeger as attorney in fact

Bradley J. Bolzon

/s/ Robin L. Praeger as attorney in fact

Charles M. Warden

/s/ Robin L. Praeger as attorney in fact

Barbara N. Lubash