

APPLIED GENETIC TECHNOLOGIES CORP
 Form 3
 March 26, 2014

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)

| | | | |
|---|---|---|---|
| <p>1. Name and Address of Reporting Person * ^ MedImmune Ventures, Inc. (Last) (First) (Middle)</p> <p>ONE MEDIMMUNE WAY (Street)</p> <p>GAITHERSBURG, ^ MD ^ 20878 (City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement (Month/Day/Year) 03/26/2014</p> | <p>3. Issuer Name and Ticker or Trading Symbol APPLIED GENETIC TECHNOLOGIES CORP [AGTC]</p> <p>4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ Director ___ X ___ 10% Owner ___ Officer ___ Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line) ___ X ___ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person</p> |
|---|---|---|---|

Table I - Non-Derivative Securities Beneficially Owned

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

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)

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

(Instr. 5)

| | | | | | | | |
|---|-------|------------|----------------------------|----------------|-----------|---|---|
| Series A-1A Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 690,678 | \$ (1) | D | Â |
| Series B-1 Convertible Preferred Stock | Â (2) | Â (2) | Common Stock | 183,126 | \$ (2) | D | Â |
| Series B-2 Convertible Preferred Stock | Â (2) | Â (2) | Common Stock | 339,826 | \$ (2) | D | Â |
| Series B-3 Convertible Preferred Stock | Â (2) | Â (2) | Common Stock | 162,831 | \$ (2) | D | Â |
| Series B-1 Warrant (Right to Buy) | Â (3) | 05/02/2017 | Series B-1 Preferred Stock | 416,361 (2) | \$ 0.1297 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MedImmune Ventures, Inc. ONE MEDIMMUNE WAY GAITHERSBURG, MD 20878 | Â | Â X | Â | Â |

Signatures

/s/ Hemmie Chang, attorney-in-fact for MedImmune Ventures, Inc.

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) 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.

(3) 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.

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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