Immune Design Corp. Form 3
July 23, 2014

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement Immune Design Corp. [IMDZ] À Versant Venture Capital III, (Month/Day/Year) L.P. 07/23/2014 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 3000 SAND HILL (Check all applicable) ROAD, Â BUILDING 4, SUITE 210 __X__ 10% Owner Director (Street) Officer Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) Form filed by One Reporting Person MENLO PARK, Â CAÂ 94025 _X_ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) (Instr. 5) Form: Direct (D) or Indirect (I) (Instr. 5) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
		(Instr. 4)	Price of Derivative	Derivative Security:	(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 Preferred Stock	(1)	(1)	Common Stock	733,941	\$ <u>(1)</u>	D (2)	Â
Series B Preferred Stock	(1)	(1)	Common Stock	531,840	\$ <u>(1)</u>	D (2)	Â
Series C Preferred Stock	(1)	(1)	Common Stock	611,620	\$ <u>(1)</u>	D (2)	Â
Series C Preferred Stock Warrant (right to buy)	10/16/2013(3)	(4)	Common Stock	305,810	\$ 8.175	D (2)	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Othe		
Versant Venture Capital III, L.P. 3000 SAND HILL ROAD BUILDING 4, SUITE 210 MENLO PARK, CA 94025	Â	ÂΧ	Â	Â		
Versant Side Fund III, L.P. 3000 SAND HILL ROAD BUILDING 4, SUITE 210 MENLO PARK, CA 94025	Â	ÂX	Â	Â		

Signatures

/s/ Laura A. Berezin, Attorney-in-Fact

07/23/2014

**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) The reported securities are convertible at any time, on a one-for-one basis, in whole or in part, at the option of the holder, have no expiration date, and will convert into shares of common stock immediately prior to the closing of the Issuer's initial public offering.
 - The securities are directly held by Versant Venture Capital III, L.P. and Versant Side Fund III, L.P. (together with Versant Venture Capital III, L.P., "Versant Capital") and indirectly held by Versant Ventures III, LLC ("Versant Ventures"), the sole general partner of Versant Capital. Versant Ventures has voting and dispositive power with respect to these shares. The individual managing members of
- (2) Versant Ventures are Brian G. Atwood, Bradley J. Bolzon, Samuel D. Colella, Ross A. Jaffe, Barbara N. Lubash, Donald B. Milder, William J. Link, Rebecca B. Robertson and Charles M. Warden, all of whom share voting and investment power with respect to these shares. Each individual managing member disclaims beneficial ownership of these shares, except to the extent of their pecuniary interest in such shares.
 - The shares of Series C Preferred Stock issuable upon exercise of the warrants will convert into common stock upon the closing of the Issuer's initial public offering. Immediately prior to the close of the Issuer's initial public offering, and at the option of the holder, the
- (3) warrants will either (a) be exercised by the holder by paying the exercise price in cash or (b) automatically net exercise on their terms which allows the holder to pay the exercise price of the warrant by forfeiting a portion of the exercised warrant shares with a value equal to the aggregate exercise price. The warrants terminate if they are not exercised prior to the closing of the Issuer's initial public offering.

Reporting Owners 2

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The warrants will expire on the earlier of: (a) October 15, 2015, (b) the latter of (i) 30 days after delivery to the warrant holder of the interim study report of a specified clinical trial by the Issuer or (ii) 30 days after notice to the warrant holder of the commencement of patient recruitment for specified studies or trials by the Issuer, (c) a liquidation event of the Issuer or (d) the closing of the Issuer's initial public offering.

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.