

Immune Design Corp.
Form 4
July 31, 2014

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Versant Venture Capital III, L.P.

(Last) (First) (Middle)

3000 SAND HILL ROAD, BUILDING 4, SUITE 210

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Immune Design Corp. [IMDZ]

3. Date of Earliest Transaction (Month/Day/Year)
07/29/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	07/29/2014		C	733,941 A \$ 733,941		D (2)	
Common Stock	07/29/2014		C	531,840 A \$ 1,265,781		D (2)	
Common Stock	07/29/2014		C	611,620 A \$ 1,877,401		D (2)	
Common Stock	07/29/2014		C	305,810 A \$ 2,183,211		D (2)	
Common Stock	07/29/2014		S(4)	208,334 D \$ 1,974,877		D (2)	

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Common Stock 07/29/2014 P 233,333 A \$ 12 2,208,210 D ⁽²⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Series A Preferred Stock	<u>(1)</u>	07/29/2014		C	733,941	<u>(1)</u>	<u>(1)</u>	Common Stock	733,941
Series B Preferred Stock	<u>(1)</u>	07/29/2014		C	531,840	<u>(1)</u>	<u>(1)</u>	Common Stock	531,840
Series C Preferred Stock	<u>(1)</u>	07/29/2014		C	611,620	<u>(1)</u>	<u>(1)</u>	Common Stock	611,620
Series C Preferred Stock Warrant (right to buy)	\$ 8.175	07/29/2014		X	305,810	10/16/2013	<u>(3)</u>	Series C Preferred Stock	305,810
Series C Preferred Stock	<u>(1)</u>	07/29/2014		X	305,810	<u>(1)</u>	<u>(1)</u>	Common Stock	305,810
Series C Preferred Stock	<u>(1)</u>	07/29/2014		C	305,810	<u>(1)</u>	<u>(1)</u>	Common Stock	305,810

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Versant Venture Capital III, L.P.
3000 SAND HILL ROAD
BUILDING 4, SUITE 210
MENLO PARK, CA 94025

X

Versant Side Fund III, L.P.
3000 SAND HILL ROAD
BUILDING 4, SUITE 210
MENLO PARK, CA 94025

X

Signatures

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

07/31/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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).

Immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series A, Series B and Series C convertible preferred stock automatically converted into one share of common stock. The Series A, Series B and Series C convertible preferred stock had no expiration date.

(1) 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 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.

(2) The warrants were set to 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.

(3) Immediately prior to the closing of the Issuer's initial public offering, the reporting person exercised a warrant to purchase 305,810 shares of the Issuer's Series C preferred stock for \$8.175 per share, which then immediately converted into 305,810 shares of the Issuer's common stock. The reporting person paid the exercise price on a cashless basis, resulting in the Issuer's withholding of 208,334 shares of the Issuer's common stock to pay the exercise price and issuing to the reporting person the remaining 97,476 shares of common stock.

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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