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AVEO PHARMACEUTICALS INC

Form 3 May 17, 2016

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)

1. Name and A Person <u>*</u> BASKET	•	Ü	2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol AVEO PHARMACEUTICALS INC [AVEO]				
(Last)	(First)	(Middle)	05/13/2016	4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)	
1954 GREE DRIVE, S				(Check all applicable)			, ,	
(Street) TIMONIUM, MD 21093				Director X 10% Owner Officer Other (give title below) (specify below)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One	
(City)	(State)	(Zip)	T-1.1. I N	I D! 4	· C•4•	D	Reporting Person	
1.Title of Secu (Instr. 4)	` '	(- r)	2. Amount of Beneficially (Instr. 4)	f Securities	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		*	
Common St	ock		10,362,694	1	I	See N	Note 1 (1)	
Reminder: Repowned directly		ate line for ea	ach class of securities benefici	ially SI	EC 1473 (7-02))		
	inform require	ation conta	pond to the collection of ained in this form are not and unless the form displ MB control number.					

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

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

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	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
G . 1				

Common Stock Warrants (right to buy) $\hat{A} \stackrel{(2)}{=} 05/16/2021 \stackrel{\text{Common}}{\text{Stock}} 10,362,694 \$ 1$ I See Note 1 $\stackrel{(1)}{=}$

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BASKETT FOREST

1954 GREENSPRING DRIVE SUITE 600

TIMONIUM, MDÂ 21093

Signatures

/s/ Sasha Keough, attorney-in-fact 05/17/2016

**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).
 - The Reporting Person is a manager of NEA 15 GP, LLC, ("NEA 15 GP") which is the sole general partner of NEA Partners 15, L.P. ("NEA Partners 15"). NEA Partners 15 is the sole general partner of New Enterprise Associates 15, L. P. ("NEA 15"). NEA 15 is the sole
- (1) member of Growth Equity Opportunities Fund IV, LLC ("GEO IV"), which is the direct beneficial owner of the shares. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the shares held by GEO IV in which the Reporting Person has no pecuniary interest.
- (2) The Warrants are immediately exercisable upon issuance.

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.

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