

Achaogen Inc  
Form 3  
March 11, 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)

1. Name and Address of Reporting  
Person \*

Â Filice Becki

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

03/11/2014

3. Issuer Name **and** Ticker or Trading Symbol  
Achaogen Inc [AKAO]

4. Relationship of Reporting  
Person(s) to Issuer

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

C/O ACHAOPEN, INC.,Â 7000  
SHORELINE COURT, #371

(Street)

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)  
SVP, Development Operations

SOUTH SAN  
FRANCISCO,Â CAAÂ 94080

(City)

(State)

(Zip)

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_X\_\_ Form filed by One Reporting  
Person  
\_\_\_\_ Form filed by More than One  
Reporting Person

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

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information contained in this form are not  
required to respond unless the form displays a  
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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

Date  
Exercisable

Expiration  
Date

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

Title

Amount or  
Number of  
Shares

4. Conversion  
or Exercise  
Price of  
Derivative  
Security

5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)  
or Indirect  
(I)

6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

(Instr. 5)

Stock Option (Right to Buy)	Â <u>(1)</u>	06/07/2021	Common Stock	27,272	\$ 6.93	D	Â
Stock Option (Right to Buy)	Â <u>(2)</u>	09/14/2021	Common Stock	2,818	\$ 7.26	D	Â
Stock Option (Right to Buy)	Â <u>(3)</u>	03/08/2022	Common Stock	31,600	\$ 7.26	D	Â
Stock Option (Right to Buy)	Â <u>(4)</u>	03/08/2022	Common Stock	33,218	\$ 7.26	D	Â
Stock Option (Right to Buy)	Â <u>(5)</u>	01/30/2024	Common Stock	23,636	\$ 9.24	D	Â
Stock Option (Right to Buy)	Â <u>(6)</u>	01/30/2024	Common Stock	12,727	\$ 9.24	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Filice Becki C/O ACHAOGEN, INC. 7000 SHORELINE COURT, #371 SOUTH SAN FRANCISCO, CA 94080	Â	Â	Â SVP, Development Operations	Â

## Signatures

/s/ Dennis Hom, Attorney-in-Fact for Becki Filice 03/11/2014

\_\_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).

Twenty-five percent (25%) of the shares subject to the option vest on the first anniversary measured from May 23, 2011, and the remaining shares subject to the option vest in 36 successive, equal monthly installments thereafter, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

(2) The shares subject to the option vest in 48 successive, equal monthly installments on each monthly anniversary of September 14, 2011, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

(3) The option was immediately exercisable in full on March 8, 2012; however, the shares subject to the option vest in 48 successive, equal monthly installments on each monthly anniversary of March 8, 2012, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

(4) The option was immediately exercisable in full on March 8, 2012; however, one third (1/3rd) of the shares subject to the option shall vest on the date that the fair market value of the Company's Common Stock (based on the closing sales price as quoted on NASDAQ for such date) first reaches or exceeds each of \$33.00, \$55.00 and \$77.00 (in each case, as appropriately adjusted for stock splits, stock dividends, recapitalizations and the like), respectively, in the future, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

(5) The option was immediately exercisable in full on January 30, 2014; however, the shares subject to the option vest in 48 successive, equal monthly installments on each monthly anniversary of January 30, 2014, subject to the Reporting Person's continued employment or

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service relationship with the Issuer on each such vesting date.

- The option was immediately exercisable in full on January 30, 2014; however, one third (1/3rd) of the shares subject to the option shall vest on the date that the fair market value of the Company's Common Stock (based on the closing sales price as quoted on NASDAQ for
- (6) such date) first reaches or exceeds each of \$33.00, \$55.00 and \$77.00 (in each case, as appropriately adjusted for stock splits, stock dividends, recapitalizations and the like), respectively, in the future, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

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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