

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Filice Becki		(Month/Day/Year)	Achaogen Inc [AKAO]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		03/11/2014		
C/O ACHAOPEN, INC.,Â 7000 SHORELINE COURT, #371			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			SVP, Development Operations	
SOUTH SAN FRANCISCO,Â CAÂ 94080				6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)		<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> 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)
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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)

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 (Instr. 4)	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)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

(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.

(1) 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.

(2) 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.

(3) 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.

(4) 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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