

APPLIED GENETIC TECHNOLOGIES CORP  
 Form 3  
 March 26, 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 Carroll Jill  
 (Last) (First) (Middle)  
 C/O S.R. ONE, LIMITED,Â 161  
 WASHINGTON STREET, SUITE  
 500  
 (Street)  
 CONSHOHOCKEN,Â PAÂ 19428  
 (City) (State) (Zip)

2. Date of Event Requiring Statement  
 (Month/Day/Year)  
 03/26/2014

3. Issuer Name and Ticker or Trading Symbol  
 APPLIED GENETIC TECHNOLOGIES CORP  
 [AGTC]

4. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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

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

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|  | Date Exercisable | Expiration Date |              | Amount or Number of Shares |  | or Indirect (I) (Instr. 5) |                       |
|--|------------------|-----------------|--------------|----------------------------|--|----------------------------|-----------------------|
| Series B-1 Convertible Preferred Stock | Â (1)            | Â (1)           | Common Stock | 503,579 \$ (1)             |  | I                          | See footnotes (2) (3) |
| Series B-2 Convertible Preferred Stock | Â (1)            | Â (1)           | Common Stock | 934,487 \$ (1)             |  | I                          | See footnotes (2) (3) |
| Series B-3 Convertible Preferred Stock | Â (1)            | Â (1)           | Common Stock | 447,770 \$ (1)             |  | I                          | See footnotes (2) (3) |
| Stock Option (Right to Buy)            | Â (4)            | 03/26/2024      | Common Stock | 9,375 \$ 12                |  | D (3) (5)                  | Â                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Carroll Jill<br>C/O S.R. ONE, LIMITED<br>161 WASHINGTON STREET, SUITE 500<br>CONSHOHOCKEN, PA 19428 | Â X           | Â X       | Â       | Â     |

## Signatures

/s/ Hemmie Chang, attorney-in-fact for Jill Carroll  
03/26/2014

\_\_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) Each share of convertible preferred stock is convertible into shares of common stock at any time at the holder's election or upon the consummation of a qualified public offering of the registrant on a 1-for-35 basis. The convertible preferred stock has no expiration date.  
Held of record by S.R. One, Limited, an indirect, wholly-owned subsidiary of GlaxoSmithKline plc. Jill Carroll (the "Reporting Person")
- (2) is a senior associate at S.R. One, Limited and an employee of GlaxoSmithKline LLC, a wholly-owned subsidiary of GlaxoSmithKline plc.  
The Reporting Person disclaims beneficial ownership of all the shares reported herein and this report shall not be deemed an admission of
- (3) beneficial ownership of such shares for the purposes of Section 16 or for any other purpose except to the extent of her proportionate pecuniary interest therein.
- (4) Option becomes exercisable in equal yearly installments over three years from the date of grant.
- (5) The stock option was granted to the Reporting Person as director's compensation. As an associate of S.R. One, Limited and an employee of GlaxoSmithKline LLC, the Reporting Person is obligated to transfer any shares issued under the stock option to S.R. One, Limited.

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.