

APPLIED GENETIC TECHNOLOGIES CORP
 Form 3
 March 26, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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

C/O S.R. ONE, LIMITED, 161
 WASHINGTON STREET, SUITE
 500

(Check all applicable)

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

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

(Street)
 CONSHOHOCKEN, PA 19428
 (City) (State) (Zip)

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)

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 (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (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
C/O S.R. ONE, LIMITED
161 WASHINGTON STREET, SUITE 500
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.

(2) Held of record by S.R. One, Limited, an indirect, wholly-owned subsidiary of GlaxoSmithKline plc. Jill Carroll (the "Reporting Person") is a senior associate at S.R. One, Limited and an employee of GlaxoSmithKline LLC, a wholly-owned subsidiary of GlaxoSmithKline plc.

(3) The Reporting Person disclaims beneficial ownership of all the shares reported herein and this report shall not be deemed an admission of 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.

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