

APPLIED GENETIC TECHNOLOGIES CORP
Form SC 13G/A
February 05, 2016

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

SCHEDULE 13G/A
Under the Securities Exchange Act of 1934
(Amendment No. 1)*

APPLIED GENETIC TECHNOLOGIES CORPORATION

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

03820J100

(CUSIP Number)

Adrian Kemp

AstraZeneca PLC

2 Kingdom Street, London W2 6BD

Telephone: +44 20 7604 8000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

12/31/2015

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☒ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (" Act ") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1. NAMES OF REPORTING PERSONS I.R.S.

IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

2. ASTRAZENECA PLC
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)

(a) " (b) "

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

ENGLAND AND WALES

5. SOLE VOTING POWER

NUMBER OF

SHARES -0-

6. SHARED VOTING POWER

BENEFICIALLY

OWNED BY

EACH -0-

7. SOLE DISPOSITIVE POWER

REPORTING

PERSON -0-

8. SHARED DISPOSITIVE POWER

WITH

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

-0-

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions)

..

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

-0-%

12. TYPE OF REPORTING PERSON (see instructions)

CO

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1. NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

MEDIMMUNE VENTURES, INC.

EIN # 06-1641145

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)

(a) " (b) "

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

5. SOLE VOTING POWER

NUMBER OF

SHARES -0-

6. SHARED VOTING POWER

BENEFICIALLY

OWNED BY

EACH -0-

7. SOLE DISPOSITIVE POWER

REPORTING

PERSON -0-

8. SHARED DISPOSITIVE POWER

WITH

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

-0-

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions)

..

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

-0-%

12. TYPE OF REPORTING PERSON (see instructions)

CO

Item 1.

(a) **Name of Issuer**

Applied Genetic Technologies Corporation, a corporation organized under the laws of Delaware

(b) **Address of Issuer's Principal Executive Offices**

11801 Research Dr, Suite D

Alachua, FL 32615

Item 2.

(a),(c) **Name and Citizenship of Person Filing**

AstraZeneca PLC, a corporation organized under the laws of England and Wales (the **Parent**)

MedImmune Ventures, Inc., a corporation organized under the laws of Delaware and an indirect wholly-owned subsidiary of the Parent (the **Purchaser**).

Note: See Exhibit A, Joint Filing Agreement, filed as Exhibit A to the Reporting Persons' Schedule 13G, filed February 17, 2015, which Exhibit is incorporated herein by reference.

(b) **Address of the Principal Office or, if none, residence**

The address of the Parent is:

2 Kingdom Street

London, W2 6BD

The address of the Purchaser is:

One MedImmune Way

Gaithersburg, MD 20878

(d) **Title of Class of Securities**

Common Stock, \$0.001 par value per share

(e) **CUSIP Number**

03820J100

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Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

on 15 of the Act (15 U.S.C. 78o).

the Act (15 U.S.C. 78c).

on 3(a)(19) of the Act (15 U.S.C. 78c).

section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

with §240.13d-1(b)(1)(ii)(E);

nt fund in accordance with §240.13d-1(b)(1)(ii)(F);

erson in accordance with §240.13d-1(b)(1)(ii)(G);

ction 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(b)(1)(ii)(J).

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: -0-
- (b) Percent of class: -0-%
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote: -0-
 - (ii) Shared power to vote or to direct the vote: -0-
 - (iii) Sole power to dispose or to direct the disposition of: -0-
 - (iv) Shared power to dispose or to direct the disposition of: -0-

Instruction. For computations regarding securities which represent a right to acquire an underlying security *see* §240.13d-3(d)(1).

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Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following x.

Instruction. Dissolution of a group requires a response to this item.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

NOT APPLICABLE

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

NOT APPLICABLE

Item 8. Identification and Classification of Members of the Group.

This Schedule is filed as a joint statement pursuant to Rule 13d-1(k) promulgated under the Securities Exchange Act of 1934 (the Exchange Act) by each of the Reporting Persons. Each of the Reporting Persons hereby disclaims the existence and membership in a group . See Exhibit A, Joint Filing Agreement, to the Reporting Persons Schedule 13G, filed February 17, 2015, which is incorporated herein by reference.

Item 9. Notice of Dissolution of Group.

NOT APPLICABLE

Item 10. Certification.

NOT APPLICABLE

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated as of February 4, 2016

ASTRAZENECA PLC

By: /s/ Adrian Kemp
Name: Adrian Kemp
Title: Company Secretary

MEDIMMUNE VENTURES, INC.

By: /s/ Samuel Wu
Name: Samuel Wu
Title: Managing Director