SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person* SVLSF VI, LLC			2. Date of Eve Requiring Stat (Month/Day/Y 06/20/2018	ement	3. Issuer Name and Ticker or Trading Symbol <u>AVROBIO, Inc.</u> [AVRO]					
(Last) (First) (Middle) ONE BOSTON PLACE, SUITE 3900 201 WASHINGTON STREET					4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify below) below)		r cify 6. In			
(Street) BOSTON MA 02108		_					Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person			
(City)	(State)	(Zip)		- Deri						
Table I 1. Title of Security (Instr. 4)				:	tive Securities Beneficial 2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownershi Form: Direct or Indirect ((Instr. 5)	t (D) (Instr.		Beneficial Ownership	
					e Securities Beneficially ants, options, convertible		<u> </u>			
1. Title of Deriva	ative Security (In	str. 4)	2. Date Exer Expiration D (Month/Day/	cisable and ate	3. Title and Amount of Securiti Underlying Derivative Security	ies	4. 5. 6. Nature of Indirect		6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Series A Prefe	erred Stock		(1)	(1)	Common Stock	9,122,809	(1)	I	By SV Life Sciences Fund VI, L.P. ⁽²⁾	
Series A Preferred Stock			(1)	(1)	Common Stock	312,341	(1)	I	By: SV Life Sciences Fund VI Strategic Partners, L.P. ⁽³⁾	
Series B Preferred Stock			(1)	(1)	Common Stock	1,808,211	(1)	I	By SV Life Sciences Fund VI, L.P. ⁽²⁾	
Series B Preferred Stock			(1)	(1)	Common Stock	61,908	(1)	I	By: SV Life Sciences Fund VI Strategic Partners, L.P. ⁽³⁾	
1. Name and Ad SVLSF VI	dress of Reporting , <u>LLC</u>) Person [*]					*			
(Last) (First) (Middle ONE BOSTON PLACE, SUITE 3900 201 WASHINGTON STREET			idle)	-						
(Street) BOSTON MA 02108		108								
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person* <u>SV Life Sciences Fund VI, L.P.</u>										
(Last)(First)(MiddlONE BOSTON PLACE, SUITE 3900201 WASHINGTON STREET		idle)								
(Street) BOSTON	МА	02:	108							

(City)	(State)	(Zip)					
1. Name and Address of Reporting Person [*] SV Life Sciences Fund VI Strategic Partners, L.P.							
	(Last) (First) (Middle) ONE BOSTON PLACE, SUITE 3900 201 WASHINGTON STREET						
(Street) BOSTON	МА	02108					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person [*] SV Life Sciences Fund VI (GP), L.P.							
(Last) ONE BOSTO	(First) N PLACE, SUITE	(Middle) 3900					
201 WASHINGTON STREET							
(Street) BOSTON	MA	02108					
(City)	(State)	(Zip)					

Explanation of Responses:

1. All series of Convertible Preferred Stock shall automatically convert on a 4.132-for-1 basis into shares of the Issuer's Common Stock immediately prior to the closing of the Issuer's initial public offering and have no expiration date.

2. The shares are held directly by SV Life Sciences Fund VI, L.P. ("SV Life LP"). SV Health Investors, LLC is the Manager of SV Life LP. SV Life Sciences Fund VI (GP), L.P., ("SV Fund VI GP") is the general partner of SV Life LP. The general partner of SV Life LP. The general partner of SV Life LP. The general partner of SV Fund VI GP is SVLSF VI, LLC. The members of the investment committee of SVLSF VI, LLC are Kate Bingham, Thomas Flynn, James Garvey, Eugene D. Hill, III, Paul LaViolette, and Michael Ross. Each of SV Fund VI GP, SVLSF VI, LLC and the SVLSF VI, LLC investment committee disclaims beneficial ownership of the shares owned directly by SV Life LP, except to the extent of any pecuniary interest therein.

3. The shares are held directly by SV Life Sciences Fund VI Strategic Partners, L.P. ("SV Life SP LP"). SV Health Investors, LLC is the Manager of SV Life SP LP. SV Fund VI GP is the general partner of SV Life SP LP. The general partner of SV Fund VI GP is SVLSF VI, LLC. The members of the investment committee of SVLSF VI, LLC are Kate Bingham, Thomas Flynn, James Garvey, Eugene D. Hill, III, Paul LaViolette, and Michael Ross. Each of SV Fund VI GP, SVLSF VI, LLC and the SVLSF VI, LLC investment committee disclaims beneficial ownership of the shares owned directly by SV Life SP LP, except to the extent of any pecuniary interest therein.

Remarks:

SV Life Sciences Fund VI, L.P., BY: SV Life Sciences Fund VI (GP), L.P., its sole General Partner, BY: SVLSF VI, LLC, its sole General Partner, By: Brent M. Faduski, Officer, /s/ Brent M. Faduski	<u>06/20/2018</u>
SV Life Sciences Fund VI Strategic Partners, L.P., BY: SV Life Sciences Fund VI (GP), L.P., its sole General Partner, BY: SVLSF VI, LLC, its sole General Partner, By: Brent M. Faduski, Officer, /s/ Brent M. Faduski	<u>06/20/2018</u>
<u>SV Life Sciences Fund VI</u> (<u>GP), L.P., BY: SVLSF VI</u> , <u>LLC, its sole General Partner,</u> <u>By: Brent M. Faduski, Officer,</u> /s/ Brent M. Faduski	<u>06/20/2018</u>
SVLSF VI, LLC, By: Brent M. Faduski, Officer, /s/ Brent M. Faduski ** Signature of Reporting Person	<u>06/20/2018</u> Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.