

CHAMPIONS ONCOLOGY, INC.

Form 3

April 14, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

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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 Battery Ventures IX, L.P.

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

04/04/2011

3. Issuer Name and Ticker or Trading Symbol

CHAMPIONS ONCOLOGY, INC. [CSBR.OB]

4. Relationship of Reporting Person(s) to Issuer

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

(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

930 WINTER STREET,Â SUITE 2500

(Street)

WALTHAM,Â MAÂ 02451

(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)

Common Stock

5,466,667

I

By Funds (1)

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)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Warrant to purchase shares of Common Stock	04/04/2011	04/04/2016	Common Stock	820,000 (2)	\$ 0.9	I	By Funds (3)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Battery Ventures IX, L.P. 930 WINTER STREET SUITE 2500 WALTHAM, MA 02451	Â	Â X	Â	Â
Battery Investment Partners IX, LLC 930 WINTER STREET SUITE 2500 WALTHAM, MA 02451	Â	Â X	Â	Â
Battery Partners IX, LLC 930 WINTER STREET SUITE 2500 WALTHAM, MA 02451	Â	Â X	Â	Â

## Signatures

/s/ Christopher Schiavo By: Christopher Schiavo (acting as attorney-in-fact on behalf of Battery Ventures IX, L.P.)	04/14/2011
____Signature of Reporting Person	Date
/s/ Christopher Schiavo By: Christopher Schiavo (acting as attorney-in-fact on behalf of Battery Investment Partners IX, LLC)	04/14/2011
____Signature of Reporting Person	Date
/s/ Christopher Schiavo By: Christopher Schiavo (acting as attorney-in-fact on behalf of Battery Partners IX, LLC)	04/14/2011
____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) Consists of 5,412,547 shares of the Issuer's Common Stock held by Battery Ventures IX, L.P. ("BVIX") and 54,120 shares of the Issuer's Common Stock held by Battery Investment Partners IX, LLC ("BIPIX"). BVIX and BIPIX are under common control, as Battery Partners IX, LLC ("BPIX") is the sole general partner of BVIX and the sole manager of BIPIX. BVIX, BIPIX and BPIX expressly disclaim beneficial ownership over all shares held by BVIX, BIPIX and BPIX, except to the extent of their indirect pecuniary interest therein.
- (2) The number of shares of common stock issuable upon the exercise of the warrant is subject to certain adjustments for dividends, combinations of stock, reorganizations or mergers or similar transactions pursuant to the terms of the warrant.
- (3) Consists of a warrant to purchase 811,882 shares of the Issuer's Common Stock held by BVIX and a warrant to purchase 8,118 shares of the Issuer's Common Stock held by BIPIX. BVIX and BIPIX are under common control, as BPIX is the sole general partner of BVIX and

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the sole manager of BPIX. BVIX, BPIX and BPIX expressly disclaim beneficial ownership over all shares held by BVIX, BPIX and BPIX, except to the extent of their indirect pecuniary interest therein.

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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