Dermira, Inc. Form 3 October 02, 2014

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

OMB APPROVAL

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3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

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response...

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 *

Canaan VIII LP

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

10/02/2014

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Dermira, Inc. [DERM]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

285 RIVERSIDE AVE, STE 250

(Street)

(Check all applicable)

_X__ 10% Owner _Other (give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line) Form filed by One Reporting

Person

X Form filed by More than One

Reporting Person

WESTPORT, CTÂ 06880

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities

Beneficially Owned (Instr. 4)

X Director Officer

Ownership

Form:

Table I - Non-Derivative Securities Beneficially Owned

Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial

Ownership

(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 (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

5. Ownership Form of Derivative Security:

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

Date Exercisable Date

Expiration Title

Amount or Number of

Shares

Derivative Security Direct (D) or Indirect

(I)

						(Instr. 5)	
Series A Preferred Stock	(1)	(1)	Common Stock	1,708,040	\$ 0 (1)	D (2)	Â
Series B Preferred Stock	(1)	(1)	Common Stock	469,878	\$ 0 (1)	D (2)	Â
Series C Preferred Stock	(1)	(1)	Common Stock	272,955	\$ 0 (1)	D (2)	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 0	Director	10% Owner	Officer	Other		
Canaan VIII LP 285 RIVERSIDE AVE STE 250 WESTPORT, CT 06880	ÂX	ÂX	Â	Â		
Canaan Partners VIII LLC 285 RIVERSIDE AVE STE 250 WESTPORT, CT 06880	ÂX	ÂX	Â	Â		

Signatures

Canaan VIII L.P. By: Canaan Partners VIII LLC its General Partner /s/ Jaime Slocum
Attorney-in-Fact

**Signature of Reporting Person

Date

Canaan Partners VIII LLC By: /s/ Jaime Slocum Attorney-in-Fact

10/02/2014

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).

**Signature of Reporting Person

- (1) Each share of Preferred Stock will be automatically converted into one (1) share of Common Stock, for no additional consideration, immediately prior to the consummation of the Issuer's initial public offering, and has no expiration date.
 - Shares held directly by Canaan VIII L.P. (the "Canaan Fund"). Canaan Partners VIII LLC ("Canaan VIII" and together with the Canaan Fund, the "Canaan Entities") is the sole general partner of the Canaan Fund and each may be deemed to have sole voting, investment and dispositive power with respect to the shares held by the Canaan Fund. Wende Hutton, a manager and member of Canaan VIII, serves as
- the representative of the Canaan Entities on the Issuer's board of directors. Investment and voting decisions with respect to the shares held by the Canaan Fund are made by the managers of Canaan VIII, collectively, and no manager of Canaan VIII has beneficial ownership of any shares held by Canaan VIII L.P.

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.

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