

Otonomy, Inc.  
Form 3  
August 12, 2014

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 \*

LeBel Carl

(Last) (First) (Middle)

C/O OTONOMY, INC., 6275  
NANCY RIDGE DRIVE

(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

08/12/2014

3. Issuer Name and Ticker or Trading Symbol  
Otonomy, Inc. [OTIC]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner

☒ Officer \_\_\_\_ Other  
(give title below) (specify below)

Chief Scientific Officer

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

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

### 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

8,531

D

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)	
Employee Stock Option (right to buy)	Â (1)	06/16/2020	Common Stock	7,110	\$ 2.88	D	Â
Employee Stock Option (right to buy)	Â (2)	11/19/2020	Common Stock	29,863	\$ 3.17	D	Â
Employee Stock Option (right to buy)	Â (3)	09/18/2022	Common Stock	19,908	\$ 1.06	D	Â
Employee Stock Option (right to buy)	Â (4)	12/20/2023	Common Stock	141,541	\$ 1.76	D	Â
Employee Stock Option (right to buy)	Â (5)	06/03/2024	Common Stock	85,039	\$ 6.33	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LeBel Carl C/O OTONOMY, INC. 6275 NANCY RIDGE DRIVE SAN DIEGO, CA 92121	Â	Â	Â Chief Scientific Officer	Â

## Signatures

/s/ Paul E. Cayer, by power of attorney 08/12/2014

\_\_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) One fourth of the shares subject to the option vested on June 16, 2011 and one forty-eighth of the shares vest monthly thereafter.
- (2) One fourth of the shares subject to the option vested on November 19, 2011 and one forty-eighth of the shares vest monthly thereafter.
- (3) One fourth of the shares subject to the option vested on September 18, 2013 and one forty-eighth of the shares vest monthly thereafter.
- (4) One fourth of the shares subject to the option vest on September 1, 2014 and one forty-eighth of the shares vest monthly thereafter.
- (5) One fourth of the shares subject to the option vest on April 23, 2015 and one forty-eighth of the shares vest monthly thereafter.

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### Remarks:

Exhibit 24 - Power of Attorney

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.