

WEG KENNETH E  
Form 4  
March 18, 2010

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
WEG KENNETH E

2. Issuer Name and Ticker or Trading Symbol  
AVEO PHARMACEUTICALS INC  
[AVEO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

C/O AVEO PHARMACEUTICALS, INC., 75 SIDNEY STREET

03/17/2010

(Street)

4. 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

CAMBRIDGE, MA 02139

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 03/17/2010                           |  | C                              | 41,492 A  | 41,492  | D  |   |
| Common Stock                    | 03/17/2010                           |  | C                              | 200,000 A   | 325,000   | I  | By The Weg Family Limited Partnership.<br>(4)         |
| Common Stock                    | 03/17/2010                           |  | C                              | 230,769 A   | 555,769   | I  | By The Weg Family Limited Partnership.                |

|                 |        |   |   |
|-----------------|--------|---|---|
| Common<br>Stock | 10,000 | I | (4)<br>By<br>Clearview<br>Venture<br>Partners,<br>LLC (5) |
|-----------------|--------|---|---|

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |         |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title   | Amount or Number of Shares |
| Series D Convertible Preferred Stock       | (1)  | 03/17/2010                           |  | C                              | 165,969   | (1) (1)  | Common Stock  | 41,492  |                            |
| Series A Convertible Preferred Stock       | (2)  | 03/17/2010                           |  | C                              | 800,000   | (2) (2)  | Common Stock  | 200,000 |                            |
| Series B Convertible Preferred Stock       | (3)  | 03/17/2010                           |  | C                              | 923,077   | (3) (3)  | Common Stock  | 230,769 |                            |

## Reporting Owners

| Reporting Owner Name / Address                  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| WEG KENNETH E<br>C/O AVEO PHARMACEUTICALS, INC. | X             |           |         |       |

75 SIDNEY STREET  
CAMBRIDGE, MA 02139

## Signatures

/s/ Kenneth E.  
Weg

03/18/2010

    Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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) The Series D Convertible Preferred Stock converted into Common Stock on a 1-for-0.25 basis and had no expiration date.

(2) The Series A Convertible Preferred Stock converted into Common Stock on a 1-for-0.25 basis and had no expiration date.

(3) The Series B Convertible Preferred Stock converted into Common Stock on a 1-for-0.25 basis and had no expiration date.

(4) These shares are held by The Weg Family Limited Partnership. Mr. Weg is a member of The Weg Family Limited Partnership and may be deemed to have voting and investment power over shares held of record by it. Mr. Weg disclaims beneficial ownership over shares held of record by The Weg Family Limited Partnership except to the extent of his pecuniary interest therein.

(5) These shares are held by Clearview Venture Partners, LLC. Mr. Weg is a founder and a member of the board of directors of Clearview Venture Partners, LLC and may be deemed to have voting and investment power over shares held of record by it. Mr. Weg disclaims beneficial ownership over shares held of record by Clearview Venture Partners, LLC except to the extent of his 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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