

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2013-03-19** | Period of Report: **2013-03-19**
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(HTML Version on secdatabase.com)

ISSUER

TETRAPHASE PHARMACEUTICALS INC

CIK: **1373707** | IRS No.: **000000000** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **2834** Pharmaceutical preparations

Mailing Address
480 ARSENAL STREET
SUITE 110
WATERTOWN MA 02472

Business Address
480 ARSENAL STREET
SUITE 110
WATERTOWN MA 02472
617.715.3600

REPORTING OWNER

FMR LLC

CIK: **315066** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **001-35837** | Film No.: **13703161**

Mailing Address
82 DEVONSHIRE STREET
BOSTON MA 02109

Business Address
82 DEVONSHIRE ST
BOSTON MA 02109
6175706339

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

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: 02/28/2011
Estimated average burden
hours per response 0.5**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

1. Name and Address of Reporting Person FMR LLC (Last) (First) (Middle) 82 DEVONSHIRE STREET (Street) BOSTON, MA 02109 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/19/2013	3. Issuer Name and Ticker or Trading Symbol TETRAPHASE PHARMACEUTICALS INC [TTPH]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Edward C. Johnson 3d	5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> 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)
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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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A-1 Convertible Preferred Stock	(L)	(L)	Common Stock	71,584	(L)	I	by Beacon Bioventures Limited Partnership
Series A-2 Convertible Preferred Stock	(L)	(L)	Common Stock	93,370	(L)	I	by Beacon Bioventures Limited Partnership
Series B Convertible Preferred Stock	(L)	(L)	Common Stock	391,212	(L)	I	by Beacon Bioventures Limited Partnership
Series C Convertible Preferred Stock	(L)	(L)	Common Stock	932,533	(L)	I	by Beacon Bioventures Limited Partnership
Series A-1 Convertible Preferred Stock	(L)	(L)	Common Stock	485	(L)	I	by Beacon Bioventures Principals Limited Partnership

Series A-2 Convertible Preferred Stock	(1)	(1)	Common Stock	633	(1)	I	by Beacon Bioventures Principals Limited Partnership
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	2,651	(1)	I	by Beacon Bioventures Principals Limited Partnership
Series C Convertible Preferred Stock	(1)	(1)	Common Stock	6,320	(1)	I	by Beacon Bioventures Principals Limited Partnership

Explanation of Responses:

- All classes of Convertible Preferred Stock will automatically convert into Common Stock upon the consummation of the initial public offering of Common Stock contemplated by the Issuer.

Remarks:

Beacon Bioventures Advisors Limited Partnership is the general partner of Beacon Bioventures Limited Partnership and Beacon Bioventures Principals Limited Partnership. Beacon Bioventures Advisors Limited Partnership is solely managed by Northern Neck Investors LLC, its general partner and investment manager. Northern Neck Investors LLC is owned, directly or indirectly, by various shareholders and employees of FMR LLC, including certain members of the family of Edward C. Johnson 3d.

Signatures

Scott C. Goebel, Duly authorized under Powers of Attorney effective as of June 1, 2008, by and on behalf of FMR LLC and its direct and indirect subsidiaries and by and on behalf of Edward C. Johnson 3d

** Signature of Reporting Person

03/19/2013

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 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).

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.