

HIGHLAND CAPITAL PARTNERS VI LP  
Form SC 13G  
February 14, 2011

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

**SCHEDULE 13G**

**(Rule 13d-102)**

**Information Statement Pursuant to Rules 13d-1 and 13d-2**

**Under the Securities Exchange Act of 1934  
(Amendment No. )\***

**AVEO Pharmaceuticals, Inc.**

(Name of Issuer)

**Common Stock, \$0.001 par value**

(Title of Class of Securities)

**053588109**

(CUSIP Number)

**December 31, 2010**

Date of Event Which Requires Filing of the Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



CUSIP No. 053588109

13G

- |   |  |                                       |
|---|--|---------------------------------------|
| 1.  | Name of Reporting Person<br>S.S. or I.R.S. Identification No. of Above Person              |                                       |
|   | Highland Capital Partners VI Limited Partnership   |                                       |
| 2.  | Check the Appropriate Box if a Member of a Group   |                                       |
|   | (a) <input type="radio"/>  |                                       |
|   | (b) <input type="radio"/>  |                                       |
| 3.  | SEC Use Only   |                                       |
| 4.  | Citizenship or Place of Organization<br>Delaware   |                                       |
|   | 5.   | Sole Voting Power                     |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6.   | Shared Voting Power<br>1,245,527      |
|   | 7.   | Sole Dispositive Power                |
|   | 8.   | Shared Dispositive Power<br>1,245,527 |
| 9.  | Aggregate Amount Beneficially Owned by Each Reporting Person<br>1,245,527                  |                                       |
| 10.   | Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="radio"/> |                                       |
| 11.   | Percent of Class Represented by Amount in Row (9)<br>3.5%(1)                               |                                       |
| 12.   | Type of Reporting Person<br>PN   |                                       |

---

(1) The percentages reported in this Schedule 13G are based upon 35,509,967 shares of Common Stock outstanding as of November 3, 2010 (according to the Form 10-Q filed by the issuer on November 5, 2010).

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Highland Capital Partners VI-B Limited Partnership
  2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
Delaware
- |   |  |   |                                     |
|---|--|---|-------------------------------------|
|   | 5.   |   | Sole Voting Power                   |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6.   |   | Shared Voting Power<br>682,540      |
|   | 7.   |   | Sole Dispositive Power              |
|   | 8.   |   | Shared Dispositive Power<br>682,540 |
|   | 9.   | Aggregate Amount Beneficially Owned by Each Reporting Person<br>682,540 |                                     |
| 10.   | Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="radio"/> |   |                                     |
| 11.   | Percent of Class Represented by Amount in Row (9)<br>1.9%                                  |   |                                     |
| 12.   | Type of Reporting Person<br>PN   |   |                                     |

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Highland Entrepreneurs Fund VI Limited Partnership
2. Check the Appropriate Box if a Member of a Group  
(a)    
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
Delaware
5. Sole Voting Power
6. Shared Voting Power  
61,681
7. Sole Dispositive Power
8. Shared Dispositive Power  
61,681
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
61,681
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
11. Percent of Class Represented by Amount in Row (9)  
0.2%
12. Type of Reporting Person  
PN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person

HEF VI Limited Partnership

2. Check the Appropriate Box if a Member of a Group  
(a)    
(b)

3. SEC Use Only

4. Citizenship or Place of Organization  
Delaware

5. Sole Voting Power

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6. Shared Voting Power  
61,681

7. Sole Dispositive Power

8. Shared Dispositive Power  
61,681

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
61,681

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)  
0.2%

12. Type of Reporting Person  
PN

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Highland Management Partners VI Limited Partnership
2. Check the Appropriate Box if a Member of a Group  
(a)    
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
Delaware
5. Sole Voting Power
6. Shared Voting Power  
1,928,067
7. Sole Dispositive Power
8. Shared Dispositive Power  
1,928,067
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,928,067
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
11. Percent of Class Represented by Amount in Row (9)  
5.4%
12. Type of Reporting Person  
PN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Highland Management Partners VI, Inc.
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
Delaware
5. Sole Voting Power
6. Shared Voting Power  
1,989,748
7. Sole Dispositive Power
8. Shared Dispositive Power  
1,989,748
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,989,748
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
11. Percent of Class Represented by Amount in Row (9)  
5.6%
12. Type of Reporting Person  
CO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With



CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Robert F. Higgins
  2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
United States of America
- |    |                                       |
|----|---------------------------------------|
| 5. | Sole Voting Power<br>4,166            |
| 6. | Shared Voting Power<br>1,989,748      |
| 7. | Sole Dispositive Power<br>4,166       |
| 8. | Shared Dispositive Power<br>1,989,748 |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,993,914
  10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
  11. Percent of Class Represented by Amount in Row (9)  
5.6%
  12. Type of Reporting Person  
IN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Paul A. Maeder
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
United States of America
5. Sole Voting Power
6. Shared Voting Power  
1,989,748
7. Sole Dispositive Power
8. Shared Dispositive Power  
1,989,748
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,989,748
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
11. Percent of Class Represented by Amount in Row (9)  
5.6%
12. Type of Reporting Person  
IN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Daniel J. Nova
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
United States of America
5. Sole Voting Power
6. Shared Voting Power  
1,989,748
7. Sole Dispositive Power
8. Shared Dispositive Power  
1,989,748
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,989,748
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
11. Percent of Class Represented by Amount in Row (9)  
5.6%
12. Type of Reporting Person  
IN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Sean M. Dalton
  2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
United States of America
- |   |    |                                       |
|---|----|---------------------------------------|
|   | 5. | Sole Voting Power                     |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. | Shared Voting Power<br>1,989,748      |
|   | 7. | Sole Dispositive Power                |
|   | 8. | Shared Dispositive Power<br>1,989,748 |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,989,748
  10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
  11. Percent of Class Represented by Amount in Row (9)  
5.6%
  12. Type of Reporting Person  
IN

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Robert J. Davis
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
United States of America
5. Sole Voting Power
6. Shared Voting Power  
1,989,748
7. Sole Dispositive Power
8. Shared Dispositive Power  
1,989,748
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,989,748
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
11. Percent of Class Represented by Amount in Row (9)  
5.6%
12. Type of Reporting Person  
IN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Fergal J. Mullen
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
Republic of Ireland
5. Sole Voting Power
6. Shared Voting Power  
1,989,748
7. Sole Dispositive Power
8. Shared Dispositive Power  
1,989,748
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,989,748
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
11. Percent of Class Represented by Amount in Row (9)  
5.6%
12. Type of Reporting Person  
IN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

CUSIP No. 053588109

13G

1. Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person  
  
Corey M. Mulloy
2. Check the Appropriate Box if a Member of a Group  
(a)    
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
United States of America
5. Sole Voting Power
6. Shared Voting Power  
1,989,748
7. Sole Dispositive Power
8. Shared Dispositive Power  
1,989,748
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,989,748
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
11. Percent of Class Represented by Amount in Row (9)  
5.6%
12. Type of Reporting Person  
IN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

# Edgar Filing: HIGHLAND CAPITAL PARTNERS VI LP - Form SC 13G

CUSIP No. 053588109

13G

NOTE: This Statement on Schedule 13G is being filed on behalf of: (i) Highland Capital Partners VI Limited Partnership, a Delaware limited partnership ( Highland Capital VI ); (ii) Highland Capital Partners VI-B Limited Partnership, a Delaware limited partnership ( Highland Capital VI-B ); (iii) Highland Entrepreneurs Fund VI Limited Partnership, a Delaware limited partnership ( Highland Entrepreneurs Fund and together with Highland Capital VI and Highland Capital VI-B, the Highland Investing Entities ); (iv) HEF VI Limited Partnership, a Delaware limited partnership and general partner of Highland Entrepreneurs Fund ( HEF VI ); (v) Highland Management Partners VI Limited Partnership, a Delaware limited partnership and general partner of Highland Capital VI and Highland Capital VI-B ( HMP VI ); (vi) Highland Management Partners VI, Inc., a Delaware corporation ( Highland Management ) and general partner of both HEF VI and HMP VI; (vii) Robert F. Higgins ( Mr. Higgins ), a senior managing director of Highland Management and a limited partner of each of HMP VI and HEF VI; (viii) Paul A. Maeder ( Mr. Maeder ), a senior managing director of Highland Management and a limited partner of each of HMP VI and HEF VI; (ix) Daniel J. Nova ( Mr. Nova ), a senior managing director of Highland Management and a limited partner of each of HMP VI and HEF VI; (x) Sean M. Dalton ( Mr. Dalton ), a managing director of Highland Management and a limited partner of each of HMP VI and HEF VI; (xi) Robert J. Davis ( Mr. Davis ), a managing director of Highland Management and a limited partner of each of HMP VI and HEF VI; (xii) Fergal J. Mullen ( Mr. Mullen ), a managing director of Highland Management and a limited partner of each of HMP VI and HEF VI; and (xiii) Corey M. Mulloy ( Mr. Mulloy and together with Mr. Higgins, Mr. Maeder, Mr. Nova, Mr. Dalton, Mr. Davis and Mr. Mullen, the Managing Directors ), a managing director of Highland Management and a limited partner of each of HMP VI and HEF VI. Highland Management, as the general partner of the general partners of the Highland Investing Entities, may be deemed to have beneficial ownership of the shares held by the Highland Investing Entities. The Managing Directors of Highland Management have shared power over all investment decisions of Highland Management and therefore may be deemed to share beneficial ownership of the shares held by Highland Investing Entities by virtue of their status as controlling persons of Highland Management. Each Managing Director of Highland Management disclaims beneficial ownership of the shares held by the Highland Investing Entities, except to the extent of each such Managing Director's pecuniary interest therein. Each of Highland Management, HMP VI and HEF VI disclaims beneficial ownership of the shares held by the Highland Investing Entities, except to the extent of each such entity's pecuniary interest therein.



CUSIP No. 053588109

13G

**Item 1(a)** Name of Issuer  
 AVEO Pharmaceuticals, Inc.  
**Item 1(b)** Address of Issuer's Principal Executive Offices  
 75 Sidney Street, 4th Floor  
  
 Cambridge, MA 02139

**Item 2(a)** Name of Person Filing  
 The reporting persons are:

Highland Capital Partners VI Limited Partnership ( Highland Capital VI );

Highland Capital Partners VI-B Limited Partnership ( Highland Capital VI-B );

Highland Entrepreneurs Fund VI Limited Partnership ( Highland Entrepreneurs Fund );

HEF VI Limited Partnership ( HEF VI );

Highland Management Partners VI Limited Partnership ( HMP VI );

Highland Management Partners VI, Inc. ( Highland Management );

Robert F. Higgins ( Mr. Higgins );

Paul A. Maeder ( Mr. Maeder );

Daniel J. Nova ( Mr. Nova );

Sean M. Dalton ( Mr. Dalton );

Robert J. Davis ( Mr. Davis );

Fergal J. Mullen ( Mr. Mullen ); and

**Item 2(b)** Corey M. Mulloy ( Mr. Mulloy ).  
 Address of Principal Business Office  
 The address of each of the reporting persons is:

c/o Highland Capital Partners LLC  
  
 92 Hayden Avenue

**Item 2(c)** Lexington, Massachusetts 02421  
 Citizenship

Highland Capital VI	Delaware
Highland Capital VI-B	Delaware
Highland Entrepreneurs Fund	Delaware
HEF VI	Delaware
HMP VI	Delaware

Edgar Filing: HIGHLAND CAPITAL PARTNERS VI LP - Form SC 13G

Highland Management	Delaware
Mr. Higgins	United States of America
Mr. Maeder	United States of America
Mr. Nova	United States of America
Mr. Dalton	United States of America
Mr. Davis	United States of America
Mr. Mullen	Republic of Ireland
Mr. Mulloy	United States of America

**Item 2(d)** Title of Class of Securities  
Common Stock, \$0.001 par value, of AVEO Pharmaceuticals, Inc.

CUSIP No. 053588109

13G

**Item 2(e)** CUSIP Number  
053588109

**Item 3 If this statement is filed pursuant to §§ 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  Group, in accordance with §240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_.

Not applicable.

**Item 4 Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

As of December 31, 2010, each of the following is the owner of record of the shares of Common Stock set forth next to his or its name:

Highland Capital VI	1,245,527
Highland Capital VI-B	682,540
Highland Entrepreneurs Fund	61,681
HEF VI	0
HMP VI	0
Highland Management	0
Mr. Higgins	4,166
Mr. Maeder	0
Mr. Nova	0
Mr. Dalton	0
Mr. Davis	0
Mr. Mullen	0
Mr. Mulloy	0

CUSIP No. 053588109

13G

As of December 31, 2010, Highland Capital VI was the record owner of and beneficially owned 1,245,527 shares (the HCVI Shares ) of Common Stock. Highland Capital VI has the power to vote or direct the disposition of all of the HCVI Shares. Such power is exercised through Highland Management as the sole general partner of HMP VI as the sole general partner of Highland Capital VI.

As of December 31, 2010, Highland Capital VI-B was the record owner of and beneficially owned 682,540 shares (the HCVI-B Shares and together with the HCVI Shares, the HC Shares ) of Common Stock. Highland Capital VI-B has the power to vote or direct the disposition of all of the HCVI-B Shares. Such power is exercised through Highland Management as the sole general partner of HMP VI as the sole general partner of Highland Capital VI-B.

As of December 31, 2010, Highland Entrepreneurs Fund was the record owner of and beneficially owned 61,681 shares (the HEF Shares and together with the HC Shares, the Shares ) of Common Stock. Highland Entrepreneurs Fund has the power to vote or direct the disposition of all of the HEF Shares. Such power is exercised through Highland Management as the sole general partner of HEF VI as the sole general partner of Highland Entrepreneurs Fund.

HMP VI, as the general partner of Highland Capital VI and Highland Capital VI-B, may be deemed to own the HC Shares beneficially and HEF VI, as the general partner of Highland Entrepreneurs Fund, may be deemed to own the HEF Shares beneficially. Each of HMP VI and HEF VI disclaims beneficial ownership of the shares held by the Highland Investing Entities, except to the extent of each such entity's pecuniary interest therein.

Highland Management, as the general partner of HMP VI and HEF VI, may be deemed to own the Shares beneficially. The Managing Directors have the power over all investment decisions of Highland Management and therefore may be deemed to share beneficial ownership of the Shares by virtue of their status as controlling persons of Highland Management. Highland Management and each of the Managing Directors disclaims beneficial ownership of the Shares, except to the extent of each such entity's pecuniary interest therein.

Edgar Filing: HIGHLAND CAPITAL PARTNERS VI LP - Form SC 13G

CUSIP No. 053588109

13G

(b) Percent of class:

Highland Capital VI	3.5%
Highland Capital VI-B	1.9%
Highland Entrepreneurs Fund	0.2%
HEF VI	0.2%
HMP VI	5.4%
Highland Management	5.6%
Mr. Higgins	5.6%
Mr. Maeder	5.6%
Mr. Nova	5.6%
Mr. Dalton	5.6%
Mr. Davis	5.6%
Mr. Mullen	5.6%
Mr. Mulloy	5.6%

(c) Number of shares as to which the person has:

Reporting Person	Number of Shares			
	(i)	(ii)	(iii)	(iv)
Highland Capital VI	0	1,245,527	0	1,245,527
Highland Capital VI-B	0	682,540	0	682,540
Highland Entrepreneurs Fund	0	61,681	0	61,681
HEF VI	0	61,681	0	61,681
HMP VI	0	1,928,067	0	1,928,067
Highland Management	0	1,989,748	0	1,989,748
Mr. Higgins	4,166	1,989,748	4,166	1,989,748
Mr. Maeder	0	1,989,748	0	1,989,748
Mr. Nova	0	1,989,748	0	1,989,748
Mr. Dalton	0	1,989,748	0	1,989,748
Mr. Davis	0	1,989,748	0	1,989,748
Mr. Mullen	0	1,989,748	0	1,989,748
Mr. Mulloy	0	1,989,748	0	1,989,748

- (i) Sole power to vote or to direct the vote
- (ii) Shared power to vote or to direct the vote
- (iii) Sole power to dispose or to direct the disposition of
- (iv) Shared power to dispose or to direct the disposition of

Edgar Filing: HIGHLAND CAPITAL PARTNERS VI LP - Form SC 13G

Each of Highland Capital VI, Highland Capital VI-B, Highland Entrepreneurs Fund, HEF VI, HMP VI, Highland Management and the Managing Directors expressly disclaims beneficial ownership of any shares of the Common Stock of lululemon athletica inc., except any shares except to the extent of his or its pecuniary interest therein and any shares held directly of record.

**Item 5 Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following o.

CUSIP No. 053588109

13G

- Item 6** **Ownership of More than Five Percent on Behalf of Another Person**  
Not applicable.
- Item 7** **Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company**  
Not applicable.
- Item 8** **Identification and Classification of Members of the Group**  
Each of the Reporting Persons expressly disclaims membership in a Group as defined in Rule 13d-1(b)(ii)(J).
- Item 9** **Notice of Dissolution of Group**  
Not applicable.
- Item 10** **Certification**  
Not applicable. This Schedule 13G is not filed pursuant to Rule 13d-1(b) or Rule 13d-1(c).

CUSIP No. 053588109

13G

**SIGNATURE**

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: February 14, 2011.

**HIGHLAND CAPITAL PARTNERS VI LIMITED PARTNERSHIP**

By: Highland Management Partners VI Limited Partnership, its general partner

By: Highland Management Partners VI, Inc., its general partner

By: /s/ Robert F. Higgins  
Managing Director

**HIGHLAND CAPITAL PARTNERS VI-B LIMITED PARTNERSHIP**

By: Highland Management Partners VI Limited Partnership, its general partner

By: Highland Management Partners VI, Inc., its general partner

By: /s/ Robert F. Higgins  
Managing Director

**HIGHLAND ENTREPRENEURS FUND VI LIMITED PARTNERSHIP**

By: HEF VI Limited Partnership, its general partner

By: Highland Management Partners VI, Inc., its general partner

By: /s/ Robert F. Higgins  
Managing Director

**HEF VI LIMITED PARTNERSHIP**

By: Highland Management Partners VI, Inc., its general partner

By: /s/ Robert F. Higgins  
Managing Director





CUSIP No. 053588109

13G

**HIGHLAND MANAGEMENT PARTNERS VI LIMITED PARTNERSHIP**

By: Highland Management Partners VI, Inc., its general partner

By: /s/ Robert F. Higgins  
Managing Director

**HIGHLAND MANAGEMENT PARTNERSHIP VI, INC.**

By: /s/ Robert F. Higgins  
Managing Director

/s/ Robert F. Higgins  
Robert F. Higgins

/s/ Paul A. Maeder  
Paul A. Maeder

/s/ Daniel J. Nova  
Daniel J. Nova

/s/ Sean M. Dalton  
Sean M. Dalton

/s/ Robert J. Davis  
Robert J. Davis

/s/ Fergal J. Mullen  
Fergal J. Mullen

/s/ Corey M. Mulloy  
Corey M. Mulloy

CUSIP No. 053588109

**EXHIBIT I**

**JOINT FILING AGREEMENT**

Pursuant to Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree that only one statement containing the information required by Schedule 13G need be filed with respect to the ownership by each of the undersigned of the shares of Common Stock of AVEO Pharmaceuticals, Inc.

This Agreement may be executed in any number of counterparts, each of which shall be deemed an original.

EXECUTED as of this 14th day of February, 2011.

**HIGHLAND CAPITAL PARTNERS VI LIMITED PARTNERSHIP**

By: Highland Management Partners VI Limited Partnership, its general partner

By: Highland Management Partners VI, Inc., its general partner

By: /s/ Robert F. Higgins  
Managing Director

**HIGHLAND CAPITAL PARTNERS VI-B LIMITED PARTNERSHIP**

By: Highland Management Partners VI Limited Partnership, its general partner

By: Highland Management Partners VI, Inc., its general partner

By: /s/ Robert F. Higgins  
Managing Director

**HIGHLAND ENTREPRENEURS FUND VI LIMITED PARTNERSHIP**

By: HEF VI Limited Partnership, its general partner

By: Highland Management Partners VI, Inc., its general partner

By: /s/ Robert F. Higgins  
Managing Director

**HEF VI LIMITED PARTNERSHIP**

By: Highland Management Partners VI, Inc., its general partner

By: /s/ Robert F. Higgins  
Managing Director

CUSIP No. 053588109

**HIGHLAND MANAGEMENT PARTNERS VI LIMITED PARTNERSHIP**

By: Highland Management Partners VI, Inc., its general partner

By: /s/ Robert F. Higgins  
Managing Director

**HIGHLAND MANAGEMENT PARTNERSHIP VI, INC.**

By: /s/ Robert F. Higgins  
Managing Director

/s/ Robert F. Higgins  
Robert F. Higgins

/s/ Paul A. Maeder  
Paul A. Maeder

/s/ Daniel J. Nova  
Daniel J. Nova

/s/ Sean M. Dalton  
Sean M. Dalton

/s/ Robert J. Davis  
Robert J. Davis

/s/ Fergal J. Mullen  
Fergal J. Mullen

/s/ Corey M. Mulloy  
Corey M. Mulloy