

CHAMPIONS ONCOLOGY, INC.
Form 4
June 23, 2011

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 *
Battery Ventures IX, L.P.

2. Issuer Name and Ticker or Trading Symbol
CHAMPIONS ONCOLOGY, INC.
[CSBR.OB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
930 WINTER STREET, SUITE
2500

3. Date of Earliest Transaction
(Month/Day/Year)
06/21/2011

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

(Street)
WALTHAM, MA 02451

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

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 06/21/2011 | | A | | 3,100,000 | A | \$ 0.63 |
| | | | | | 8,566,667 | I | |
| | | | | | | | By Funds (1) |

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

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SEC 1474 (9-02)

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

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| 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Battery Ventures IX, L.P. 930 WINTER STREET SUITE 2500 WALTHAM, MA 02451 | | X | | |
| Battery Investment Partners IX, LLC 930 WINTER STREET SUITE 2500 WALTHAM, MA 02451 | | X | | |
| Battery Partners IX, LLC 930 WINTER STREET SUITE 2500 WALTHAM, MA 02451 | | X | | |

Signatures

/s/ Christopher Schiavo By: Christopher Schiavo (acting as attorney-in-fact on behalf of Battery Ventures IX, L.P.) 06/23/2011

__Signature of Reporting Person Date

/s/ Christopher Schiavo By: Christopher Schiavo (acting as attorney-in-fact on behalf of Battery Investment Partners IX, LLC) 06/23/2011

__Signature of Reporting Person Date

/s/ Christopher Schiavo By: Christopher Schiavo (acting as attorney-in-fact on behalf of Battery Partners IX, LLC) 06/23/2011

__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) Consists of 8,481,857 shares of the Issuer's Common Stock held by Battery Ventures IX, L.P. ("BVIX") and 84,810 shares of the Issuer's Common Stock held by Battery Investment Partners IX, LLC ("BIPIX"). BVIX and BIPIX are under common control, as Battery Partners IX, LLC ("BPIX") is the sole general partner of BVIX and the sole manager of BIPIX. BVIX, BIPIX and BPIX expressly disclaim beneficial ownership over all shares held by BVIX, BIPIX and BPIX, except to the extent of their indirect 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.

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.