

PACIFIC BIOSCIENCES OF CALIFORNIA INC  
Form SC 13G  
February 14, 2011

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS  
THERE TO FILED PURSUANT TO 13d-2 (b)

(Amendment No. \_\_\_\_\_)\*

Pacific Biosciences of California, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

69404D108

(CUSIP Number)

December 31, 2010

(Date of Event Which Requires Filing of this Statement)

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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).

(Continued on following pages)

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Exhibit Index on Page 8

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1	Name of Reporting Persons	Kleiner Perkins Caufield & Byers XI-A, L.P. ( KPCB XI-A )
2	Check the Appropriate Box if a Member of a Group	(a) <input type="radio"/> (b) <input checked="" type="radio"/>
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	3,235,530 shares, except that KPCB XI Associates, LLC ( Associates ), the general partner of KPCB XI-A, may be deemed to have sole power to vote these shares.
	6	Shared Voting Power See response to row 5.
	7	Sole Dispositive Power 3,235,530 shares, except that Associates, the general partner of KPCB XI-A, may be deemed to have sole power to dispose of these shares.
	8	Shared Dispositive Power See response to row 7.
9	Aggregate Amount Beneficially Owned by Each Reporting Person	3,235,530
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	6.1%
12	Type of Reporting Person	PN

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1	Name of Reporting Persons	Kleiner Perkins Caufield & Byers XI-B, L.P. ( KPCB XI-B )	
2	Check the Appropriate Box if a Member of a Group	(a) <input type="radio"/>	(b) <input checked="" type="radio"/>
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	81,846 shares, except that Associates, the general partner of KPCB XI-B, may be deemed to have sole power to vote these shares.	
	6	Shared Voting Power	
		See response to row 5.	
	7	Sole Dispositive Power	
		81,846 shares, except that Associates, the general partner of KPCB XI-B, may be deemed to have sole power to dispose of these shares.	
	8	Shared Dispositive Power	
		See response to row 7.	
9	Aggregate Amount Beneficially Owned by Each Reporting Person	81,846	
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	0.2%	
12	Type of Reporting Person	PN	

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1	Name of Reporting Persons	KPCB XI Associates, LLC	
2	Check the Appropriate Box if a Member of a Group		(a) <input type="radio"/> (b) <input checked="" type="radio"/>
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	3,317,376 shares, of which 3,235,530 are directly owned by KPCB XI-A and 81,846 are directly owned by KPCB XI-B. Associates, the general partner of KPCB XI-A and KPCB XI-B, may be deemed to have sole power to vote these shares.
	6	Shared Voting Power	
			See response to row 5.
	7	Sole Dispositive Power	
			3,317,376 shares, of which 3,235,530 are directly owned by KPCB XI-A and 81,846 are directly owned by KPCB XI-B. Associates, the general partner of KPCB XI-A and KPCB XI-B, may be deemed to have sole power to dispose of these shares.
	8	Shared Dispositive Power	
			See response to row 7.
9	Aggregate Amount Beneficially Owned by Each Reporting Person		3,317,376
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		6.3%
12	Type of Reporting Person		OO

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ITEM 1(A). NAME OF ISSUER

Pacific Biosciences of California, Inc. (the Issuer )

ITEM 1(B). ADDRESS OF ISSUER S PRINCIPAL EXECUTIVE OFFICES

1380 Willow Road

Menlo Park, CA 94025

ITEM 2(A). NAME OF PERSONS FILING

This Schedule is filed by Kleiner Perkins Caufield & Byers XI-A, L.P., a Delaware limited partnership, Kleiner Perkins Caufield & Byers XI-B, L.P., a Delaware limited partnership, and KPCB XI Associates, a Delaware limited liability company. The foregoing entities and individuals are collectively referred to as the Reporting Persons.

ITEM 2(B). ADDRESS OF PRINCIPAL OFFICE

The address for each of the Reporting Persons is:

c/o Kleiner Perkins Caufield & Byers  
2750 Sand Hill Road  
Menlo Park, California 94025

ITEM 2(C). CITIZENSHIP

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See Row 4 of cover page for each Reporting Person.

ITEM 2(D). TITLE OF CLASS OF SECURITIES

Common Stock, \$.001 par value

ITEM 2(D) CUSIP NUMBER

69404D108

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(B), OR 13D-2(B) OR (C), CHECK WHETHER THE PERSON FILING IS A:

Not applicable.

ITEM 4. OWNERSHIP

The following information with respect to the ownership of the ordinary shares of the Issuer by the persons filing this Statement is provided as of December 31, 2010:

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

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

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(i) Sole power to vote or to direct the vote:

See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of:

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:

See Row 8 of cover page for each Reporting Person.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Under certain circumstances set forth in the limited partnership agreement of the Reporting Persons, the general and limited partners of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the Issuer owned by each such entity of which they are a partner.

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.

Not applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable

ITEM 10. CERTIFICATION.

Not applicable

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SIGNATURES

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

Date: February 11, 2011

KLEINER PERKINS CAUFIELD & BYERS XI-A, L.P., a Delaware limited partnership

KLEINER PERKINS CAUFIELD & BYERS XI-B, L.P., a Delaware limited partnership

KPCB XI ASSOCIATES, LLC, a Delaware limited liability company

By: /s/ Ted Schlein  
Ted Schlein  
Managing Member

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EXHIBIT INDEX

<u>Exhibit</u>	<u>Found on Sequentially Numbered Page</u>
Exhibit A: Agreement of Joint Filing	9

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EXHIBIT A

Agreement of Joint Filing

The undersigned hereby agree that a single Schedule 13G (or any amendment thereto) relating to the common stock of the Issuer shall be filed on behalf of each of the undersigned and that this Agreement shall be filed as an exhibit to such Schedule 13G.

Date: February 11, 2011

KLEINER PERKINS CAUFIELD & BYERS XI-A, L.P., a Delaware limited partnership

KLEINER PERKINS CAUFIELD & BYERS XI-B, L.P., a Delaware limited partnership

KPCB XI ASSOCIATES, LLC, a Delaware limited liability company

By: /s/ Ted Schlein  
Ted Schlein  
Managing Member

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