

BOX INC
Form 4
January 30, 2015

FORM 4

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

OMB APPROVAL

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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 *
Presidio Management Group IX,
L.L.C.

(Last) (First) (Middle)

2735 SAND HILL ROAD

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
01/28/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Existing Class A Common Stock | 01/28/2015 | | C | | 11,713,775 | A | <u>(1)</u> <u>(2)</u> <u>(3)</u> | Directly owned by USVP IX <u>(4)</u> |
| Existing Class A Common Stock | 01/28/2015 | | J ⁽⁵⁾ | | 11,713,775 | D | <u>(5)</u> | 0 Directly owned by USVP IX <u>(4)</u> |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

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displays a currently valid OMB control number.

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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Series B Preferred Stock ⁽¹⁾ | <u>(1)</u> | 01/28/2015 | | C | V (A) 8,283,181 (D) | <u>(1)</u> <u>(1)</u> | Existing Class A Common Stock |
| Series C Preferred Stock ⁽²⁾ | <u>(2)</u> | 01/28/2015 | | C | V (A) 2,486,922 (D) | <u>(2)</u> <u>(2)</u> | Existing Class A Common Stock |
| Series D Preferred Stock ⁽³⁾ | <u>(3)</u> | 01/28/2015 | | C | V (A) 943,672 (D) | <u>(3)</u> <u>(3)</u> | Existing Class A Common Stock |
| Class B Common Stock ⁽⁶⁾ | <u>(6)</u> | 01/28/2015 | | J ⁽⁵⁾ | V (A) 11,713,775 (D) | <u>(6)</u> <u>(6)</u> | Class A Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Presidio Management Group IX, L.L.C. 2735 SAND HILL ROAD MENLO PARK, CA 94025 | | X | | |
| U S Venture Partners IX L P 2735 SAND HILL ROAD MENLO PARK, CA 94025 | | X | | |
| FEDERMAN IRWIN 2735 SAND HILL ROAD MENLO PARK, CA 94025 | | X | | |
| LIDDLE DAVID E 2735 SAND HILL ROAD | | X | | |

