

CONTROL4 CORP
Form 4
August 09, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
ELMORE WILLIAM B

(Last) (First) (Middle)

C/O FOUNDATION CAPITAL, 250
MIDDLEFIELD ROAD

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CONTROL4 CORP [CTRL]

3. Date of Earliest Transaction
(Month/Day/Year)
08/07/2013

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|-------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock | | | | | 18,920 | I | By: Foundation Capital IV, L.P. (2) | | |
| Common Stock | 08/07/2013 | | C | | 1,770,469 | A | (1) 1,789,389 | I | By: Foundation Capital IV, L.P. (2) |
| Common Stock | 08/07/2013 | | C | | 890,389 | A | (1) 2,679,778 | I | By: Foundation Capital IV, L.P. (2) |

Edgar Filing: CONTROL4 CORP - Form 4

| | | | | | | | | |
|--------------|------------|---|-----------|---|------------|-----------|---|--|
| Common Stock | 08/07/2013 | C | 863,962 | A | <u>(1)</u> | 3,543,740 | I | By: Foundation Capital IV, L.P. <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 1,132,980 | A | <u>(1)</u> | 4,676,720 | I | By: Foundation Capital IV, L.P. <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 79,699 | A | <u>(1)</u> | 4,756,419 | I | By: Foundation Capital IV, L.P. <u>(2)</u> |
| Common Stock | | | | | | 149 | I | By: FC IV Active Advisors Fund, LLC <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 13,981 | A | <u>(1)</u> | 14,130 | I | By: FC IV Active Advisors Fund, LLC <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 7,031 | A | <u>(1)</u> | 21,161 | I | By: FC IV Active Advisors Fund, LLC <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 6,822 | A | <u>(1)</u> | 27,983 | I | By: FC IV Active Advisors Fund, LLC <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 8,947 | A | <u>(1)</u> | 36,930 | I | By: FC IV Active Advisors Fund, LLC <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 629 | A | <u>(1)</u> | 37,559 | I | By: FC IV Active Advisors Fund, LLC <u>(2)</u> |
| Common Stock | | | | | | 160 | I | By: Foundation Capital IV Principals |

Edgar Filing: CONTROL4 CORP - Form 4

| | | | | | | | | |
|--------------|------------|---|---------|---|------------|---------|---|---|
| Common Stock | 08/07/2013 | C | 15,025 | A | <u>(1)</u> | 15,185 | I | Fund, LLC <u>(2)</u> By: Foundation Capital IV Principals Fund, LLC <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 7,556 | A | <u>(1)</u> | 22,741 | I | By: Foundation Capital IV Principals Fund, LLC <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 7,332 | A | <u>(1)</u> | 30,073 | I | By: Foundation Capital IV Principals Fund, LLC <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 9,615 | A | <u>(1)</u> | 39,688 | I | By: Foundation Capital IV Principals Fund, LLC <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 676 | A | <u>(1)</u> | 40,364 | I | By: Foundation Capital IV Principals Fund, LLC <u>(2)</u> |
| Common Stock | 08/07/2013 | C | 240,332 | A | <u>(1)</u> | 240,332 | I | By: Foundation Capital VI, L.P. <u>(3)</u> |
| Common Stock | 08/07/2013 | C | 2,684 | A | <u>(1)</u> | 2,684 | I | By: Foundation Capital VI Principals Fund, LLC <u>(3)</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

SEC 1474
(9-02)

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 Amount of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|-----------|--|-----------------|---|----------------------|
| | | | | | V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Series C Convertible Preferred Stock | (1) | 08/07/2013 | | C | | 1,770,469 | (1) | (1) | Common Stock | 1,770,469 |
| Series C Convertible Preferred Stock | (1) | 08/07/2013 | | C | | 13,981 | (1) | (1) | Common Stock | 13,981 |
| Series C Convertible Preferred Stock | (1) | 08/07/2013 | | C | | 15,025 | (1) | (1) | Common Stock | 15,025 |
| Series D Convertible Preferred Stock | (1) | 08/07/2013 | | C | | 890,389 | (1) | (1) | Common Stock | 890,389 |
| Series D Convertible Preferred Stock | (1) | 08/07/2013 | | C | | 7,031 | (1) | (1) | Common Stock | 7,031 |
| Series D Convertible Preferred Stock | (1) | 08/07/2013 | | C | | 7,556 | (1) | (1) | Common Stock | 7,556 |
| Series E Convertible Preferred Stock | (1) | 08/07/2013 | | C | | 863,962 | (1) | (1) | Common Stock | 863,962 |

Edgar Filing: CONTROL4 CORP - Form 4

| | | | | | | | | |
|---|------------|------------|---|-----------|------------|------------|-----------------|-----------|
| Series E Convertible Preferred Stock | <u>(1)</u> | 08/07/2013 | C | 6,822 | <u>(1)</u> | <u>(1)</u> | Common Stock | 6,822 |
| Series E Convertible Preferred Stock | <u>(1)</u> | 08/07/2013 | C | 7,332 | <u>(1)</u> | <u>(1)</u> | Common Stock | 7,332 |
| Series F Convertible Preferred Stock | <u>(1)</u> | 08/07/2013 | C | 1,132,980 | <u>(1)</u> | <u>(1)</u> | Common Stock | 1,132,980 |
| Series F Convertible Preferred Stock | <u>(1)</u> | 08/07/2013 | C | 8,947 | <u>(1)</u> | <u>(1)</u> | Common Stock | 8,947 |
| Series F Convertible Preferred Stock | <u>(1)</u> | 08/07/2013 | C | 9,615 | <u>(1)</u> | <u>(1)</u> | Common Stock | 9,615 |
| Series G Convertible Preferred Stock | <u>(1)</u> | 08/07/2013 | C | 79,699 | <u>(1)</u> | <u>(1)</u> | Common Stock | 79,699 |
| Series G Convertible Preferred Stock | <u>(1)</u> | 08/07/2013 | C | 629 | <u>(1)</u> | <u>(1)</u> | Common Stock | 629 |
| Series G Convertible Preferred Stock | <u>(1)</u> | 08/07/2013 | C | 676 | <u>(1)</u> | <u>(1)</u> | Common Stock | 676 |
| Series G Convertible Preferred Stock | <u>(1)</u> | 08/07/2013 | C | 240,332 | <u>(1)</u> | <u>(1)</u> | Common Stock | 240,332 |
| | <u>(1)</u> | 08/07/2013 | C | 2,684 | <u>(1)</u> | <u>(1)</u> | | 2,684 |

Series G
Convertible
Preferred
Stock

Common
Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ELMORE WILLIAM B C/O FOUNDATION CAPITAL 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025 | | X | | |
| GOULD KATHRYN C C/O FOUNDATION CAPITAL 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025 | | X | | |
| HOLLAND PAUL R C/O FOUNDATION CAPITAL 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025 | | X | | |
| KOONTZ PAUL G C/O FOUNDATION CAPITAL 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025 | | X | | |
| Moldow Charles C/O FOUNDATION CAPITAL 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025 | | X | | |
| Redelfs Richard C/O FOUNDATION CAPITAL 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025 | | X | | |
| SCHUH MICHAEL N C/O FOUNDATION CAPITAL 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025 | | X | | |
| Sidana Ashmeet C/O FOUNDATION CAPITAL 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025 | | X | | |
| Weiss Warren M C/O FOUNDATION CAPITAL | | X | | |

250 MIDDLEFIELD ROAD
MENLO PARK, CA 94025

Signatures

/s/ Gail M. Haney as
Attorney-In-Fact

08/09/2013

__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) Each share of Issuer's Preferred Stock automatically converted into Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering and has no expiration date.

Foundation Capital Management Co. IV, LLC is the general partner of Foundation Capital IV, L.P., FC IV Active Advisors Fund, LLC and Foundation Capital IV Principals Fund, LLC. William B. Elmore, Kathryn C. Gould, Paul R. Holland, Paul G. Koontz, Michael N. Schuh and Warren M. Weiss are managing members of Foundation Capital Management Co. IV, LLC, and may be deemed to share voting and investment power over the shares owned by Foundation Capital IV, L.P., FC IV Active Advisors Fund, LLC and Foundation Capital IV Principals Fund, LLC. Each of the managing members of Foundation Capital Management Co. IV, LLC disclaims beneficial ownership in the shares held by the aforementioned entities except to the extent of his or her pecuniary interest therein.
- (2) Foundation Capital Management Co. VI, LLC is the general partner of Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC. William B. Elmore, Paul R. Holland, Paul G. Koontz, Charles P. Moldow, Richard A. Redelfs, Michael N. Schuh, Ashmeet S. Sidana, Steven P. Vassallo and Warren M. Weiss are the managing members of Foundation Capital Management Co. VI, LLC and may be deemed to share voting and investment power over the shares owned by Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC. Each of the managing members of Foundation Capital Management Co. VI, LLC disclaims beneficial ownership in the shares held by the aforementioned entities except to the extent of his or her pecuniary interest therein.
- (3) Foundation Capital Management Co. VI, LLC is the general partner of Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC. William B. Elmore, Paul R. Holland, Paul G. Koontz, Charles P. Moldow, Richard A. Redelfs, Michael N. Schuh, Ashmeet S. Sidana, Steven P. Vassallo and Warren M. Weiss are the managing members of Foundation Capital Management Co. VI, LLC and may be deemed to share voting and investment power over the shares owned by Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC. Each of the managing members of Foundation Capital Management Co. VI, LLC disclaims beneficial ownership in the shares held by the aforementioned entities except to the extent of his or her 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.