

NEW RELIC, INC.
Form SC 13G/A
February 10, 2017

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. 2)*

New Relic, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

64829B 100

(CUSIP Number)

December 31, 2016

(Date of Event Which Requires Filing of this 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 the disclosures provided in a prior cover page.

The information required in 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. 64829B 100

1. Names of Reporting Persons

Lewis Cirne

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

(a) (b)

3. SEC USE ONLY

4. Citizenship or Place of Organization

United States

5. Sole Voting Power

Number of

Shares 417,083⁽¹⁾

6. Shared Voting Power

Beneficially

Owned by 10,012,972 shares⁽²⁾

7. Sole Dispositive Power

Each

Reporting

Person 417,083⁽¹⁾

8. Shared Dispositive Power

With:

10,012,972 shares⁽²⁾

9. Aggregate Amount Beneficially Owned by Each Reporting Person

10,430,055 shares⁽¹⁾⁽²⁾

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

11. Percent of Class Represented by Amount in Row 9

19.8%⁽³⁾

12. Type of Reporting Person (see instructions)

IN

- (1) Includes 417,083 shares of Common Stock issuable pursuant to stock options exercisable within 60 days of December 31, 2016.
- (2) Includes 8,092,972 shares of Issuer's Common Stock held by Lewis Cirne and Kirsten L. Vliet, as Trustees of the Cirne Family Revocable Trust UAD March 20, 2012 (the Family Trust) and 1,920,000 shares of Issuer's Common Stock held by Beloved In Christ Foundation (the Foundation). Reporting Person exercises shared voting and dispositive power over the shares held by each of The Family Trust and the Foundation.
- (3) Based on 52,709,122 shares of Common Stock outstanding on December 31, 2016. Assumes the exercise of Reporting Person's options exercisable as of or within 60 days of December 31, 2016.

CUSIP No. 64829B 100

1. Names of Reporting Persons

Beloved In Christ Foundation

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

(a) (b)

3. SEC USE ONLY

4. Citizenship or Place of Organization

United States

5. Sole Voting Power

Number of

Shares Not applicable.
6. Shared Voting Power

Beneficially

Owned by 1,920,000 shares
Each 7. Sole Dispositive Power

Reporting

Person Not applicable.
8. Shared Dispositive Power

With:

1,920,000 shares

9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,920,000 shares

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

11. Percent of Class Represented by Amount in Row 9

3.6%⁽¹⁾

12. Type of Reporting Person (see instructions)

CO

(1) Based on 52,709,122 shares of Common Stock outstanding on December 31, 2016.

CUSIP No. 64829B 100

1. Names of Reporting Persons

Lewis Cirne and Kirsten L. Vliet, as Trustees of the Cirne Family Revocable Trust UAD March 20, 2012

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

(a) (b)

3. SEC USE ONLY

4. Citizenship or Place of Organization

United States

5. Sole Voting Power

Number of

Shares Not applicable.
6. Shared Voting Power

Beneficially

Owned by 8,092,972 shares
Each 7. Sole Dispositive Power

Reporting

Person Not applicable.
8. Shared Dispositive Power

With:

8,092,972 shares

9. Aggregate Amount Beneficially Owned by Each Reporting Person

8,092,972 shares

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

11. Percent of Class Represented by Amount in Row 9

15.4%⁽¹⁾

12. Type of Reporting Person (see instructions)

OO

(1) Based on 52,709,122 shares of Common Stock outstanding on December 31, 2016.

Item 1(a). Name of Issuer: New Relic, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices: 188 Spear Street, Ste. 1200, San Francisco, CA 94105

Item 2(a). Name of Person Filing:

Lewis Cirne

Beloved In Christ Foundation (the Foundation)

Lewis Cirne and Kirsten L. Vliet, as Trustees of the Cirne Family Revocable Trust UAD March 20, 2012 (the Family Trust)

Item 2(b). Address of Principal Business Office or, if none, Residence: The address and principal business office of the Reporting Person is:

c/o New Relic, Inc.

188 Spear Street, Ste. 1200

San Francisco, CA 94105

Item 2(c). Citizenship:

Lewis Cirne US citizen

Foundation California

Family Trust California

Item 2(d). Title of Class of Securities: Common Stock

Item 2(e). CUSIP Number: 64829B 100

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);

Edgar Filing: NEW RELIC, INC. - Form SC 13G/A

- (h) A savings associations 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) A non-U.S. institution in accordance with §240.13d 1(b)(1)(ii)(J);
- (k) Group, in accordance with §240.13d 1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with §240.13d 1(b)(1)(ii)(J), please specify the type of institution: _____

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:

Lewis Cirne	10,430,055 shares ⁽¹⁾
Foundation	1,920,000 shares
Family Trust	8,092,972 shares

(b) Percent of Class:

Lewis Cirne	19.8% ⁽²⁾
Foundation	3.6% ⁽³⁾
Family Trust	15.4% ⁽³⁾

(c) Number of shares as to which the person has:**(i) Sole power to vote or to direct the vote:**

Lewis Cirne	417,083 shares
-------------	----------------

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

Lewis Cirne	10,430,055 shares ⁽¹⁾
Foundation	1,920,000 shares
Family Trust	8,092,972 shares

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

Lewis Cirne	417,083 shares
-------------	----------------

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

Lewis Cirne	10,430,055 shares ⁽¹⁾
Foundation	1,920,000 shares
Family Trust	8,092,972 shares

Item 5. Ownership of 5 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 .

Item 6. Ownership of More than 5 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 or Control Person.

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

- (1) Includes (i) 417,083 shares of Common Stock issuable pursuant to stock options exercisable within 60 days of December 31, 2016, (ii) 8,092,972 shares of Issuer's Common Stock held by the Family Trust and (iii) 1,920,000 shares of Issuer's Common Stock held by the Foundation. Reporting Person exercises shared voting and dispositive power over the shares held by each of the Family Trust and the Foundation.
- (2) Based on 52,709,122 shares of Common Stock outstanding on December 31, 2016. Assumes the exercise of Reporting Person's options exercisable as of or within 60 days of December 31, 2016.
- (3) Based on 52,709,122 shares of Common Stock outstanding on December 31, 2016.

Item 9. Notice of Dissolution of a Group

Not applicable.

Item 10. Certification

Not applicable.

SIGNATURE

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.

February 10, 2017

Date

/s/ Lewis Cirne

Lewis Cirne

Individually, as Trustee of the Cirne Family Revocable Trust

and as Chief Financial Officer of Beloved In Christ Foundation

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 New Relic, Inc.

Dated: February 10, 2017

/s/ Lewis Cirne
Lewis Cirne

BELOVED IN CHRIST FOUNDATION

/s/ Lewis Cirne
Lewis Cirne, Chief Financial Officer

LEWIS CIRNE AND KIRSTEN L. VLIET, AS TRUSTEES OF

THE CIRNE FAMILY REVOCABLE TRUST UAD MARCH 20, 2012

/s/ Lewis Cirne
Lewis Cirne, Trustee