

INSTRUCTURE INC  
Form 4  
May 13, 2016

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Efstratis E. Nicholas

(Last) (First) (Middle)

C/O INSTRUCTURE, INC., 6330  
SOUTH 3000 EAST, SUITE 700

(Street)

SALT LAKE CITY, UT 84121

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

INSTRUCTURE INC [INST]

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

05/11-06:00/2016

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ 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  |                                                                                               |                                                          |                                                       |
| Common Stock                    | 05/11-06:00/2016                     |                                                    | J <sup>(1)</sup>               |                                                                   | 572,806 <sup>(1)</sup> | D          | \$ 0 0 |                                                                                               | I                                                        | By Epic Expansion Capital Annex, LLC <sup>(1)</sup>   |
| Common Stock                    |                                      |                                                    |                                |                                                                   |                        |            |        | 2,672,811                                                                                     | I                                                        | By Epic Venture Fund IV, LLC <sup>(2)</sup>           |
| Common Stock                    |                                      |                                                    |                                |                                                                   |                        |            |        | 1,204,460                                                                                     | I                                                        | By Zions SBIC LLC <sup>(2)</sup>                      |

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|                 |                  |                  |                           |   |        |   |                                                        |
|-----------------|------------------|------------------|---------------------------|---|--------|---|--------------------------------------------------------|
| Common<br>Stock | 05/11-06:00/2016 | J <sup>(3)</sup> | 374,999<br><sup>(3)</sup> | D | \$ 0 0 | I | By Epic<br>Expansion<br>Capital, LLC<br><sup>(3)</sup> |
| Common<br>Stock |                  |                  |                           |   | 39,149 | I | By NKE<br>Investments,<br>LLC <sup>(4)</sup>           |

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 displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                      |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Efstratis E. Nicholas  
C/O INSTRUCTURE, INC.  
6330 SOUTH 3000 EAST, SUITE 700  
SALT LAKE CITY, UT 84121

## Signatures

/s/ E. Nicholas  
Efstratis 05/13-06:00/2016

          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).

Until May 11, 2016, Epic Management Partners, LLC (EMP) was the investment manager of Epic Expansion Capital Annex, LLC (EECA) and had sole voting and investment power with regard to the shares held directly by EECA. Mr. Efstratis is a manager of EMP.

- (1) Effective as of May 11, 2016, the members of EECA elected to remove EMP as the investment manager of EECA and appoint Industry Ventures Management VII, L.L.C. as the investment manager. As a result of such removal, EMP and Mr. Efstratis have no voting or investment power with regard to the shares held by EECA and thus no beneficial ownership with respect to such shares.

Mr. Efstratis has shared voting and investment power with respect to the shares held by Epic Venture Fund IV, LLC and Zions SBIC

- (2) LLC. Mr. Efstratis disclaims beneficial ownership of the securities held by such entities, except to the extent of any pecuniary interest therein.

Until May 11, 2016, EMP was the investment manager of Epic Expansion Capital, LLC (EEC) and had sole voting and investment power with regard to the shares held directly by EEC. Effective as of May 11, 2016, the members of EEC elected to remove EMP as the

- (3) investment manager of EEC and appoint IVPH III GP, L.L.C. as the investment manager. As a result of such removal, EMP and Mr. Efstratis have no voting or investment power with regard to the shares held by EEC and thus no beneficial ownership with respect to such shares.

- (4) Mr. Efstratis has voting and dispositive power over the shares held by NKE Investments, LLC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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