

BOX INC

Form 3

January 22, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

GENERAL ATLANTIC LLC

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/22/2015

3. Issuer Name **and** Ticker or Trading Symbol
BOX INC [BOX]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)55 EAST 52ND
STREET, 32ND FLOOR

(Street)

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

NEW YORK, NY 10055

(City)

(State)

(Zip)

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of
Shares4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

(Instr. 5)

Series E Preferred Stock	Â (1)	Â (1)	Existing Class A Common Stock	7,076,139	\$ (1)	I	See footnote (2) (7)
Series E Preferred Stock	Â (1)	Â (1)	Existing Class A Common Stock	18,627	\$ (1)	I	See footnote (3) (7)
Series E Preferred Stock	Â (1)	Â (1)	Existing Class A Common Stock	441,949	\$ (1)	I	See footnote (4) (7)
Series E Preferred Stock	Â (1)	Â (1)	Existing Class A Common Stock	82,194	\$ (1)	I	See footnote (5) (7)
Series E Preferred Stock	Â (1)	Â (1)	Existing Class A Common Stock	17,651	\$ (1)	I	See footnote (6) (7)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GENERAL ATLANTIC LLC 55 EAST 52ND STREET 32ND FLOOR NEW YORK, NY 10055	Â	Â X	Â	Â
GENERAL ATLANTIC GENPAR, L.P. C/O GENERAL ATLANTIC SERVICE CO., LLC 55 EAST 52ND STREET, 32ND FLOOR NEW YORK, NY 10055	Â	Â X	Â	Â
General Atlantic Partners 90, L.P. C/O GENERAL ATLANTIC SERVICE CO., LLC 55 EAST 52ND STREET, 32ND FLOOR NEW YORK, NY 10055	Â	Â X	Â	Â
GAP Coinvestments CDA, L.P. C/O GENERAL ATLANTIC SERVICE CO., LLC 55 EAST 52ND STREET, 32ND FLOOR NEW YORK, NY 10055	Â	Â X	Â	Â
GAP COINVESTMENTS III LLC C/O GENERAL ATLANTIC SERVICE CO., LLC 55 EAST 52ND STREET, 32ND FLOOR	Â	Â X	Â	Â

NEW YORK, NY 10055

GAP COINVESTMENTS IV LLC
C/O GENERAL ATLANTIC SERVICE CO., LLC ^ ^ X ^ ^
55 EAST 52ND STREET, 32ND FLOOR
NEW YORK, NY 10055

GAPCO GMBH & CO KG
C/O GENERAL ATLANTIC SERVICE CO., LLC ^ ^ X ^ ^
55 EAST 52ND STREET, 32ND FLOOR
NEW YORK, NY 10055

GAPCO MANAGEMENT GMBH
C/O GENERAL ATLANTIC SERVICE CO., LLC ^ ^ X ^ ^
55 EAST 52ND STREET, 32ND FLOOR
NEW YORK, NY 10055

Signatures

/s/ Thomas J. 01/22/2015
Murphy

__Signature of Date
Reporting Person

/s/ Thomas J. 01/22/2015
Murphy

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Reporting Person

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Murphy

__Signature of Date
Reporting Person

/s/ Thomas J. 01/22/2015
Murphy

Date

Signature of
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- Subject to certain adjustments, the Series E Preferred Stock is convertible at the option of the holder into the Issuer's existing Class A Common Stock ("Existing Class A Common Stock") and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series E Preferred Stock will automatically convert into shares of Existing Class A Common Stock of the Issuer on a 1:1 basis, provided that if the initial public offering price per share for the Class A Common Stock is less than \$13.0949 per share, then each share of Series E Preferred will be converted at a conversion price equal to the price per share of the Class A Common Stock in the offering. Following the Issuer's initial public offering, all Existing Class A Common Stock owned by the Reporting Persons will be re-classified as Class B Common Stock.
- (1)
- (2) By General Atlantic Partners 90, L.P. ("GAP 90")
- (3) By GAP Coinvestments CDA, L.P. ("CDA")
- (4) By GAP Coinvestments III LLC ("GAPCO III")
- (5) By GAP Coinvestments IV LLC ("GAPCO IV")
- (6) By GAPCO GmbH & Co, KG ("GAPCO KG")
- (7) The general partner of GAP 90 is General Atlantic GenPar, L.P. ("GA GenPar") and the general partner of GA GenPar is General Atlantic LLC ("GA LLC"). GA LLC is the managing member of GAPCO III and GAPCO IV and the general partner of CDA. The general partner of GAPCO KG is GAPCO Management GmbH ("Management"). The Managing Directors of GA LLC control the voting and dispositive decisions made by GAPCO KG and Management.

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Remarks:

EachÂ ofÂ theÂ reportingÂ personsÂ describedÂ inÂ theÂ notesÂ aboveÂ mayÂ beÂ deemedÂ toÂ beÂ aÂ memberÂ ofÂ

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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