INSTRUCTURE INC Form 3 November 13, 2015 FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL OMB APPROVAL

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 <u>*</u> EPIC VENTURE FUND IV, LLC			2. Date of Event Requiring Statement3. Issuer Name and Ticker or Trading SymbolINSTRUCTURE INC [INST](Month/Day/Year)11/12/2015					
(Last) C/O EPIC V SOUTH TEN				4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date Original Filed(Month/Day/Year)	
SALT LAKI	(Street)			Director Officer (give title below	Othe	r	6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person	
CITY, UTÂ							_X_ Form filed by More than One Reporting Person	
(City)	(State)	(Zip)	Table I - N	Table I - Non-Derivative Securities Beneficially Owned				
1.Title of Secur (Instr. 4)	ity		2. Amount o Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Na Owne (Instr	•	
Common Sto	ock		94,612		D (1)	Â		
Common Sto	ock		253,500		I <u>(1)</u>	-	Epic Expansion Capital ex, LLC (1)	
Common Stock			35,911	35,911		By Zions SBIC LLC (2)		
Common Sto	ock		39,149		I <u>(3)</u>	By k	Kent I. Madsen (3)	

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

SEC 1473 (7-02)

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currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	e Security 2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and A Securities Un Derivative Se (Instr. 4)	derlying	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)		
Series A Preferred Stock	(4)	(5)	Common Stock	319,306	\$ <u>(5)</u>	I <u>(1)</u>	By Epic Expansion Capital Annex, LLC (1)	
Series A Preferred Stock	(4)	(5)	Common Stock	1,352,194	\$ <u>(5)</u>	D (1)	Â	
Series A Preferred Stock	(4)	(5)	Common Stock	26,623	\$ <u>(5)</u>	I <u>(2)</u>	By Zions SBIC LLC (2)	
Series B Preferred Stock	(6)	(5)	Common Stock	784,314	\$ <u>(5)</u>	D (1)	Â	
Series B Preferred Stock	(<u>6)</u>	(5)	Common Stock	784,313	\$ <u>(5)</u>	I <u>(2)</u>	By Zions SBIC LLC (2)	
Series C Preferred Stock	(7)	(5)	Common Stock	378,799	\$ <u>(5)</u>	D (1)	Â	
Series C Preferred Stock	(7)	(5)	Common Stock	143,777	\$ <u>(5)</u>	I <u>(2)</u>	By Zions SBIC LLC (2)	
Series D Preferred Stock	(8)	(5)	Common Stock	62,892	\$ <u>(5)</u>	D (1)	Â	
Series D Preferred Stock	(8)	(5)	Common Stock	213,836	\$ <u>(5)</u>	I <u>(2)</u>	By Zions SBIC LLC (2)	
Series E Preferred Stock	(9)	(5)	Common Stock	273,710	\$ <u>(5)</u>	I <u>(1)</u>	By Epic Expansion Capital, LLC (1)	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
EPIC VENTURE FUND IV, LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101	Â	X	Â	Â		
Epic Expansion Capital Annex, LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101	Â	ÂX	Â	Â		
	Â	ÂX	Â	Â		

ZIONS SBIC LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101						
Epic Expansion Capital, LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101	Â	ÂX	Â	Â		
MADSEN KENT C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101	Â	ÂX	Â	Â		
Signatures						
Kent I. Madsen, Manager of Epic Management Partners LLC, Investment Manager of Epic 11/12/20 Venture Fund IV, LLC						
**Si	Date					

**Signature of Reporting Person	Date			
Kent I. Madsen, Manager of ZWMC, IV, L.L.C. Investment Manager of Zions SBIC LLC				
**Signature of Reporting Person	Date			
Kent I. Madsen, Manager of Epic Management Partners, LLC, Investment Manager of Epic Expansion Capital Annex, LLC	11/12/2015			
**Signature of Reporting Person	Date			
Kent I. Madsen, Manager of Epic Management Partners, LLC, Investment Manager of Epic Expansion Capital, LLC	11/12/2015			
**Signature of Reporting Person	Date			
Kent I. Madsen, an individual	11/12/2015			
<u>**</u> Signature of Reporting Person	Date			

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).

Epic Management Partners, LLC (EMP) is the investment manager of Epic Venture Fund IV, LLC (EVF IV), Epic Expansion Capital Annex, LLC (EECA) and Epic Expansion Capital, LLC (EEC) and has sole voting and investment power with regard to the shares held

(1) directly by EVF IV, EECA and EEC. E. Nicholaus Efstratis and Kent I. Madsen are the managers of EMP and, therefore, may be deemed to share voting and investment power with regard to the shares held by EVF IV, EECA and EEC. Each of such individuals disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein. The inclusion of these securities shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or any other purpose.

ZWMC IV, L.L.C. (ZWMC) is the investment manager of Zions SBIC LLC (Zions SBIC) and has sole voting and investment power with regard to the shares held directly by Zions SBIC. E. Nicholaus Efstratis and Kent I. Madsen are the managers of ZWMC and, therefore,

- (2) may be deemed to share voting and investment power with regard to the shares held by Zions SBIC. Each of such individuals disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein. The inclusion of these securities shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or any other purpose.
- (3) These shares are owned directly by Kent I. Madsen.

(4) The Series A Preferred Stock is convertible into Common Stock of the Issuer at the option of the holder. The Series A Preferred Stock will automatically convert into Common Stock on a 1-to-1 basis upon the closing of the initial public offering of the Issuer.

(5) Not applicable.

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- (6) The Series B Preferred Stock is convertible into Common Stock of the Issuer at the option of the holder. The Series B Preferred Stock will automatically convert into Common Stock on a 1-to-1 basis upon the closing of the initial public offering of the Issuer.
- (7) The Series C Preferred Stock is convertible into Common Stock of the Issuer at the option of the holder. The Series C Preferred Stock will automatically convert into Common Stock on a 1-to-1 basis upon the closing of the initial public offering of the Issuer.
- (8) The Series D Preferred Stock is convertible into Common Stock of the Issuer at the option of the holder. The Series D Preferred Stock will automatically convert into Common Stock on a 1-to-1 basis upon the closing of the initial public offering of the Issuer.
- The Series E Preferred Stock is convertible into Common Stock of the Issuer at the option of the holder. The Series E Preferred Stock will(9) automatically convert into Common Stock upon closing of the initial public offering at a ratio dependent on the Issuer's initial public offering price.

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.