

INSTRUCTURE INC
Form 3
November 13, 2015

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

OMB APPROVAL

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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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â EPIC VENTURE FUND IV, LLC | | | (Month/Day/Year) | INSTRUCTURE INC [INST] | |
| (Last) | (First) | (Middle) | 11/12/2015 | | |
| C/O EPIC VENTURES, Â 15 W. SOUTH TEMPLE #500 | | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | | |
| SALT LAKE CITY, Â UT Â 84101 | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input type="checkbox"/> Officer | <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | | <input checked="" type="checkbox"/> 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) |
|---------------------------------|---|--|---|
| Common Stock | 94,612 | D <u>(1)</u> | Â |
| Common Stock | 253,500 | I <u>(1)</u> | By Epic Expansion Capital Annex, LLC <u>(1)</u> |
| Common Stock | 35,911 | I <u>(2)</u> | By Zions SBIC LLC <u>(2)</u> |
| Common Stock | 39,149 | I <u>(3)</u> | By Kent I. Madsen <u>(3)</u> |

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

SEC 1473 (7-02)

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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) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|---|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Series A Preferred Stock | Â (4) | Â (5) | Common Stock | 319,306 | \$ (5) | I (1) | By Epic Expansion Capital Annex, LLC (1) |
| Series A Preferred Stock | Â (4) | Â (5) | Common Stock | 1,352,194 | \$ (5) | D (1) | Â |
| Series A Preferred Stock | Â (4) | Â (5) | Common Stock | 26,623 | \$ (5) | I (2) | By Zions SBIC LLC (2) |
| Series B Preferred Stock | Â (6) | Â (5) | Common Stock | 784,314 | \$ (5) | D (1) | Â |
| Series B Preferred Stock | Â (6) | Â (5) | Common Stock | 784,313 | \$ (5) | I (2) | By Zions SBIC LLC (2) |
| Series C Preferred Stock | Â (7) | Â (5) | Common Stock | 378,799 | \$ (5) | D (1) | Â |
| Series C Preferred Stock | Â (7) | Â (5) | Common Stock | 143,777 | \$ (5) | I (2) | By Zions SBIC LLC (2) |
| Series D Preferred Stock | Â (8) | Â (5) | Common Stock | 62,892 | \$ (5) | D (1) | Â |
| Series D Preferred Stock | Â (8) | Â (5) | Common Stock | 213,836 | \$ (5) | I (2) | By Zions SBIC LLC (2) |
| Series E Preferred Stock | Â (9) | Â (5) | Common Stock | 273,710 | \$ (5) | I (1) | 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 | Â X | Â | Â |
| Epic Expansion Capital Annex, LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101 | Â | Â X | Â | Â |
| | Â | Â X | Â | Â |

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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.
- (9) 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 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.