#### Edgar Filing: INSTRUCTURE INC - Form 3/A

INSTRUCTURE INC

Form 3/A

November 19, 2015

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

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement INSTRUCTURE INC [INST] À Insight Venture Partners VIII, (Month/Day/Year) L.P. 11/12/2015 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O INSIGHT VENTURE 11/12/2015 (Check all applicable) PARTNERS. 1114 AVENUE OF THE AMERICAS, 36TH \_X\_ 10% Owner Director **FLOOR** Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting NEW YORK. NYÂ 10036 Person \_X\_ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities 3. (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 156,999 D Common Stock 253,007 Ι See footnotes (1) (2)See footnotes (1) (2) Common Stock I 253,007 I See footnotes (1) (2) Common Stock 253,008 See footnotes (1) (2) Common Stock 253,008 I

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)

1. Title of Derivative Security (Instr. 4)	Expiration D	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Series A Preferred Stock	(3)	(3)	Common Stock	66,690	\$ <u>(3)</u>	D (2)	Â
Series A Preferred Stock	(3)	(3)	Common Stock	107,472	\$ <u>(3)</u>	I	See footnotes $(2)$ $(4)$
Series A Preferred Stock	(3)	(3)	Common Stock	107,472	\$ <u>(3)</u>	I	See footnotes (2)
Series A Preferred Stock	(3)	(3)	Common Stock	107,471	\$ <u>(3)</u>	I	See footnotes (2)
Series A Preferred Stock	(3)	(3)	Common Stock	107,471	\$ <u>(3)</u>	I	See footnotes (2)
Series E Preferred Stock	(3)	(3)	Common Stock	581,744	\$ <u>(3)</u>	D (2)	Â
Series E Preferred Stock	(3)	(3)	Common Stock	937,496	\$ <u>(3)</u>	I	See footnotes $(2)$ $(5)$
Series E Preferred Stock	(3)	(3)	Common Stock	937,496	\$ <u>(3)</u>	I	See footnotes $(2)$ $(5)$
Series E Preferred Stock	(3)	(3)	Common Stock	937,498	\$ <u>(3)</u>	I	See footnotes $(2)$ $(5)$
Series E Preferred Stock	(3)	(3)	Common Stock	937,498	\$ <u>(3)</u>	I	See footnotes (2)

## **Reporting Owners**

Reporting Owner Name / Address		Relationships				
		10% Owner	Officer	Other		
Insight Venture Partners VIII, L.P. C/O INSIGHT VENTURE PARTNERS 1114 AVENUE OF THE AMERICAS, 36TH FLOOR NEW YORK, NY 10036	Â	ÂX	Â	Â		
Insight Venture Associates VIII, Ltd. C/O INSIGHT VENTURE PARTNERS 1114 AVENUE OF THE AMERICAS, 36TH FLOOR	Â	ÂX	Â	Â		

Reporting Owners 2

#### NEW YORK. NYÂ 10036

Insight Venture Associates VIII, L.P.

C/O INSIGHT VENTURE PARTNERS

1114 AVENUE OF THE AMERICAS, 36TH FLOOR

 Â X Â Â

NEW YORK, NYÂ 10036

Insight Venture Associates Coinvestment III, Ltd.

C/O INSIGHT VENTURE PARTNERS

1114 AVENUE OF THE AMERICAS, 36TH FLOOR

 Â X Â Â

NEW YORK, NYÂ 10036

Insight Venture Associates Coinvestment III, L.P.

C/O INSIGHT VENTURE PARTNERS

1114 AVENUE OF THE AMERICAS, 36TH FLOOR Â Â X

NEW YORK, NYÂ 10036

## **Signatures**

INSIGHT VENTURE PARTNERS VIII, L.P., /s/ Blair Flicker

11/19/2015

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\*\*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).
- (1) See Exhibit 99.1
- (2) See Exhibit 99.1
- (**3**) See Exhibit 99.1
- (4) See Exhibit 99.1
- (**5**) See Exhibit 99.1

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#### **Remarks:**

Due to the limitations of the electronic filing system, Insight Venture Partners (Cayman) VIII, L.P.,Â

#### Exhibit List:

Exhibit 99.1 - Explanation of Responses

Exhibit 99.2 - Joint Filers' Names and Addresses

Exhibit 99.3 - Joint Filers'Â Signatures

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.

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