

CONTROL4 CORP
Form 4
August 09, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FOUNDATION CAPITAL
MANAGEMENT CO IV LLC

(Last) (First) (Middle)

250 MIDDLEFIELD ROAD

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CONTROL4 CORP [CTRL]

3. Date of Earliest Transaction
(Month/Day/Year)
08/05/2016

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) ___X___ Other (specify below)
Former 10% Owner

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 08/05/2016 | 08/05/2016 | J ⁽¹⁾ | 1,300,000 D | \$ 0 ⁽¹⁾ 1,956,419 | I | By: Foundation Capital IV, L.P. ⁽²⁾ |
| Common Stock | | | | | 37,559 | I | By: FC IV Active Advisors Fund, LLC ⁽²⁾ |
| Common Stock | | | | | 40,364 | I | By: Foundation Capital IV |

| | | | |
|--------------|---------|---|---|
| Common Stock | 240,332 | I | Principals Fund, LLC (2) By: Foundation Capital VI, L.P. (3) |
| Common Stock | 2,684 | I | By: Foundation Capital VI Principals Fund, LLC (3) |

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.

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(9-02)

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

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

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| FOUNDATION CAPITAL MANAGEMENT CO IV LLC 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025 | Former 10% Owner |
| FOUNDATION CAPITAL IV LP 250 MIDDLEFIELD ROAD | Former 10% Owner |

MENLO PARK, CA 94025

FC IV ACTIVE ADVISORS FUND LLC
250 MIDDLEFIELD ROAD
MENLO PARK, CA 94025

Former 10% Owner

Foundation Capital IV Principals Fund, LLC
250 MIDDLEFIELD ROAD
MENLO PARK, CA 94025

Former 10% Owner

FOUNDATION CAPITAL VI LP
250 MIDDLEFIELD ROAD
MENLO PARK, CA 94025

Former 10% Owner

Foundation Capital VI Principals Fund, LLC
250 MIDDLEFIELD ROAD
MENLO PARK, CA 94025

Former 10% Owner

Foundation Capital Management Co. VI, LLC
250 MIDDLEFIELD ROAD
MENLO PARK, CA 94025

Former 10% Owner

Signatures

/s/ David Singer as Attorney-in-Fact for Foundation Capital Management Co. IV, L.L.C. 08/09/2016
 __Signature of Reporting Person Date

/s/ David Singer as Attorney-in-Fact for Foundation Capital Management Co. IV, L.L.C. 08/09/2016
 which serves as General Partner of Foundation Capital IV, L.P.
 __Signature of Reporting Person Date

/s/ David Singer as Attorney-in-Fact for Foundation Capital Management Co. IV, L.L.C. 08/09/2016
 which serves as Manager of FC IV Active Advisors Fund, LLC
 __Signature of Reporting Person Date

/s/ David Singer as Attorney-in-Fact for Foundation Capital Management Co. IV, L.L.C. 08/09/2016
 which serves as Manager of Foundation Capital IV Principals Fund, LLC
 __Signature of Reporting Person Date

/s/ David Singer as Attorney-in-Fact for Foundation Capital Management Co. VI, L.L.C. 08/09/2016
 which serves as the General Partner of Foundation Foundation Capital VI, L.P.
 __Signature of Reporting Person Date

/s/ David Singer as Attorney-in-Fact for Foundation Capital Management Co. VI, L.L.C. 08/09/2016
 which serves as Manager of Foundation Capital VI Principals Fund, L.L.C.
 __Signature of Reporting Person Date

/s/ David Singer as Attorney-in-Fact for Foundation Capital Management Co. VI, L.L.C. 08/09/2016
 __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).
- (1) Represents a pro-rata in-kind distribution of Common Stock of the Issuer by Foundation Capital IV, L.P. effected following the close of the trading market on August 5, 2016 without consideration to its limited partners.

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(2) Foundation Capital Management Co. IV, L.L.C. serves as the general partner of Foundation Capital IV, L.P. and the manager of FC IV Active Advisors Fund, LLC and Foundation Capital IV Principals Fund, LLC. Foundation Capital IV, L.P., FC IV Active Advisors Fund, LLC and Foundation Capital IV Principals Fund, LLC are under common control by Foundation Capital Management Co. IV, L.L.C. As such, Foundation Capital Management Co. IV, L.L.C. has sole voting and investment control over the shares owned by Foundation Capital IV, L.P., FC IV Active Advisors Fund, LLC and Foundation Capital IV Principals Fund, LLC, and may be deemed to beneficially own the shares held by Foundation Capital IV, L.P., FC IV Active Advisors Fund, LLC and Foundation Capital IV Principals Fund, LLC. Foundation Capital Management Co. IV, L.L.C. disclaims beneficial ownership of the shares reported herein, except to the extent of its pecuniary interest therein.

(3) Foundation Capital Management Co. VI, L.L.C. serves as the general partner of Foundation Capital VI, L.P. and the manager of Foundation Capital VI Principals Fund, LLC. Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC are under common control by Foundation Capital Management Co. VI, L.L.C. As such, Foundation Capital Management Co. VI, L.L.C. has sole voting and investment control over the shares owned by Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC, and may be deemed to beneficially own the shares held by Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC. Foundation Capital Management Co. VI, L.L.C. disclaims beneficial ownership of the shares reported herein, except to the extent of its pecuniary interest therein.

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.