

CONTROL4 CORP
Form 4
August 09, 2013

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)
08/07/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___X___ Other (specify below)
Mmbr 13D group owning > 10%

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock					18,920	I	
Common Stock	08/07/2013		C		1,770,469	A	1,789,389
Common Stock	08/07/2013		C		890,389	A	2,679,778

By:
Foundation Capital IV, L.P. (2)

By:
Foundation Capital IV, L.P. (2)

By:
Foundation Capital IV, L.P. (2)

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Common Stock	08/07/2013	C	863,962	A	<u>(1)</u>	3,543,740	I	By: Foundation Capital IV, L.P. <u>(2)</u>
Common Stock	08/07/2013	C	1,132,980	A	<u>(1)</u>	4,676,720	I	By: Foundation Capital IV, L.P. <u>(2)</u>
Common Stock	08/07/2013	C	79,699	A	<u>(1)</u>	4,756,419	I	By: Foundation Capital IV, L.P. <u>(2)</u>
Common Stock						149	I	By: FC IV Active Advisors Fund, LLC <u>(2)</u>
Common Stock	08/07/2013	C	13,981	A	<u>(1)</u>	14,130	I	By: FC IV Active Advisors Fund, LLC <u>(2)</u>
Common Stock	08/07/2013	C	7,031	A	<u>(1)</u>	21,161	I	By: FC IV Active Advisors Fund, LLC <u>(2)</u>
Common Stock	08/07/2013	C	6,822	A	<u>(1)</u>	27,983	I	By: FC IV Active Advisors Fund, LLC <u>(2)</u>
Common Stock	08/07/2013	C	8,947	A	<u>(1)</u>	36,930	I	By: FC IV Active Advisors Fund, LLC <u>(2)</u>
Common Stock	08/07/2013	C	629	A	<u>(1)</u>	37,559	I	By: FC IV Active Advisors Fund, LLC <u>(2)</u>
Common Stock						160	I	By: Foundation Capital IV Principals

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Common Stock	08/07/2013	C	15,025	A	<u>(1)</u>	15,185	I	Fund, LLC <u>(2)</u> By: Foundation Capital IV Principals Fund, LLC <u>(2)</u>
Common Stock	08/07/2013	C	7,556	A	<u>(1)</u>	22,741	I	By: Foundation Capital IV Principals Fund, LLC <u>(2)</u>
Common Stock	08/07/2013	C	7,332	A	<u>(1)</u>	30,073	I	By: Foundation Capital IV Principals Fund, LLC <u>(2)</u>
Common Stock	08/07/2013	C	9,615	A	<u>(1)</u>	39,688	I	By: Foundation Capital IV Principals Fund, LLC <u>(2)</u>
Common Stock	08/07/2013	C	676	A	<u>(1)</u>	40,364	I	By: Foundation Capital IV Principals Fund, LLC <u>(2)</u>
Common Stock	08/07/2013	C	240,332	A	<u>(1)</u>	240,332	I	By: Foundation Capital VI, L.P. <u>(3)</u>
Common Stock	08/07/2013	C	2,684	A	<u>(1)</u>	2,684	I	By: Foundation Capital VI Principals Fund, LLC <u>(3)</u>

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

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displays a currently valid OMB control number.

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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Series C Convertible Preferred Stock	(1)	08/07/2013		C		1,770,469	(1)	(1)	Common Stock	1,770,469
Series C Convertible Preferred Stock	(1)	08/07/2013		C		13,981	(1)	(1)	Common Stock	13,981
Series C Convertible Preferred Stock	(1)	08/07/2013		C		15,025	(1)	(1)	Common Stock	15,025
Series D Convertible Preferred Stock	(1)	08/07/2013		C		890,389	(1)	(1)	Common Stock	890,389
Series D Convertible Preferred Stock	(1)	08/07/2013		C		7,031	(1)	(1)	Common Stock	7,031
Series D Convertible Preferred Stock	(1)	08/07/2013		C		7,556	(1)	(1)	Common Stock	7,556
Series E Convertible Preferred Stock	(1)	08/07/2013		C		863,962	(1)	(1)	Common Stock	863,962

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Series E Convertible Preferred Stock	<u>(1)</u>	08/07/2013	C	6,822	<u>(1)</u>	<u>(1)</u>	Common Stock	6,822
Series E Convertible Preferred Stock	<u>(1)</u>	08/07/2013	C	7,332	<u>(1)</u>	<u>(1)</u>	Common Stock	7,332
Series F Convertible Preferred Stock	<u>(1)</u>	08/07/2013	C	1,132,980	<u>(1)</u>	<u>(1)</u>	Common Stock	1,132,980
Series F Convertible Preferred Stock	<u>(1)</u>	08/07/2013	C	8,947	<u>(1)</u>	<u>(1)</u>	Common Stock	8,947
Series F Convertible Preferred Stock	<u>(1)</u>	08/07/2013	C	9,615	<u>(1)</u>	<u>(1)</u>	Common Stock	9,615
Series G Convertible Preferred Stock	<u>(1)</u>	08/07/2013	C	79,699	<u>(1)</u>	<u>(1)</u>	Common Stock	79,699
Series G Convertible Preferred Stock	<u>(1)</u>	08/07/2013	C	629	<u>(1)</u>	<u>(1)</u>	Common Stock	629
Series G Convertible Preferred Stock	<u>(1)</u>	08/07/2013	C	676	<u>(1)</u>	<u>(1)</u>	Common Stock	676
Series G Convertible Preferred Stock	<u>(1)</u>	08/07/2013	C	240,332	<u>(1)</u>	<u>(1)</u>	Common Stock	240,332
	<u>(1)</u>	08/07/2013	C	2,684	<u>(1)</u>	<u>(1)</u>		2,684

Series G
Convertible
Preferred
Stock

Common
Stock

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		X		Mmbr 13D group owning > 10%
FOUNDATION CAPITAL IV LP 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025		X		Mmbr 13D group owning > 10%
FC IV ACTIVE ADVISORS FUND LLC 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025		X		Mmbr 13D group owning > 10%
Foundation Capital IV Principals Fund, LLC 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025		X		Mmbr 13D group owning > 10%
Foundation Capital Management Co. VI, LLC 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025		X		Mmbr 13D group owning > 10%
FOUNDATION CAPITAL VI LP 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025		X		Mmbr 13D group owning > 10%
Foundation Capital VI Principals Fund, LLC 250 MIDDLEFIELD ROAD MENLO PARK, CA 94025		X		Mmbr 13D group owning > 10%

Signatures

/s/ Gail M. Haney as
Attorney-In-Fact

08/09/2013

**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) Each share of Issuer's Preferred Stock automatically converted into Common Stock on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering and has no expiration date.

(2)

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Foundation Capital Management Co. IV, LLC is the general partner of Foundation Capital IV, L.P., FC IV Active Advisors Fund, LLC and Foundation Capital IV Principals Fund, LLC. William B. Elmore, Kathryn C. Gould, Paul R. Holland, Paul G. Koontz, Michael N. Schuh and Warren M. Weiss are managing members of Foundation Capital Management Co. IV, LLC, and may be deemed to share voting and investment power over the shares owned by Foundation Capital IV, L.P., FC IV Active Advisors Fund, LLC and Foundation Capital IV Principals Fund, LLC. Each of the managing members of Foundation Capital Management Co. IV, LLC disclaims beneficial ownership in the shares held by the aforementioned entities except to the extent of his or her pecuniary interest therein.

- (3) Foundation Capital Management Co. VI, LLC is the general partner of Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC. William B. Elmore, Paul R. Holland, Paul G. Koontz, Charles P. Moldow, Richard A. Redelfs, Michael N. Schuh, Ashmeet S. Sidana, Steven P. Vassallo and Warren M. Weiss are the managing members of Foundation Capital Management Co. VI, LLC and may be deemed to share voting and investment power over the shares owned by Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC. Each of the managing members of Foundation Capital Management Co. VI, LLC disclaims beneficial ownership in the shares held by the aforementioned entities except to the extent of his or her 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.