Edgar Filing: BOX INC - Form 4

BOX INC											
Form 4											
June 22, 201	.6										
FORM	ΙΔ								OMB AF	PROVAL	
	UNITEI	D STATE		RITIES A shington,			NGE C	COMMISSION	OMB Number:	3235-0287	
Check th	is box		vv as	sinington,	D.C. 20	549				January 31,	
if no long		MENT O	F CHAN	GES IN	BENEF	ICIA	LOW	NERSHIP OF	Expires:	2005	
subject to Section 1	0			GES IN BENEFICIAL OWNERSH SECURITIES					Estimated average		
Form 4 c		SECONTIES							burden hours per response 0.5		
Form 5	Filed p	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							100001100	0.0	
obligatio	ns Section 1'						-	1935 or Section	n		
may cont See Instr		30(h)) of the In	vestment	Compan	iy Ac	t of 194	40			
1(b).											
(Print or Type]	Responses)										
1 Name and A	Address of Reportin	a Person *	2.1	N	T . 1	т. I'		5 Relationship of	Reporting Pers	on(s) to	
Younger Gr			Symbol	er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
10011801 01			-	IC [BOX]	1						
					-			(Chec	k all applicable)	
(Last)	(First)	(Middle)		Earliest Tr	ansaction			Director	100	0	
			onth/Day/Year) 20/2016				Director 10% Owner X Officer (give title Other (specify				
700 J LI I LI		L	00/20/2	010				below)	below)		
									wide Field Ope		
(Street) 4. If Ame			mendment, Date Original				6. Individual or Joint/Group Filing(Check				
			Filed(Mor	nth/Day/Year)			Applicable Line) _X_ Form filed by C)na Panarting Pa	r 00 n	
DEDWOOI		063							fore than One Re		
KEDWOOI	O CITY, CA 94	005						Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction Da	ate 2A. Dee	med	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Yea	r) Executio	on Date, if	Transactio	on(A) or D	ispose	d of (D)	Securities	Form: Direct		
(Instr. 3)		any		Code (Instr. 3, 4 and 5)				Beneficially		Beneficial	
		(Month/	Day/Year)	(Instr. 8)				Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
								Reported	(Instr. 1)	(Instr. I)	
						(A) or		Transaction(s)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Class A					3,009		\$				
Common	06/20/2016			F	(1)	D	\$ 11.55	180,717 (2) (3)	D		
Stock					<u> </u>		11.55				

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Underlying Securit		8. Price o Derivativo Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	<u>(4)</u>				(4)	(4)	Class A Common Stock	67,956	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Younger Graham R 900 JEFFERSON AVENUE REDWOOD CITY, CA 94063			EVP Worldwide Field Operat	ions				
Signaturaa								

Signatures

/s/ Peter McGoff, Attorney-in-Fact

06/22/2016

Date

**Signature of Reporting Person

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 shares that have been withheld by the Issuer to satisfy its income tax and withholding and remittance obligations in connection with the net settlement of restricted stock units (RSUs) and does not represent a sale by the Reporting Person.

Includes 77,000 RSUs that represent contingent rights to receive 77,000 shares of the Issuer's Class B Common Stock upon settlement.(2) Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.

- (3) Includes 100,000 RSUs that represent contingent rights to receive 100,000 shares of the Issuer's Class A Common Stock upon settlement.
- (4) Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.
- (5) Includes 7,991 shares of Class B Common Stock issued in connection with the net settlement of RSUs on June 20, 2016.

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.