

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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**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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Insight Venture Partners VIII, L.P.</p> <p>(Last) (First) (Middle)</p> <p>C/O INSIGHT VENTURE PARTNERS,Â 1114 AVENUE OF THE AMERICAS, 36TH FLOOR</p> <p>(Street)</p> <p>NEW YORK,Â NYÂ 10036</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/12/2015</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>INSTRUCTURE INC [INST]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>11/12/2015</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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	156,999	D	Â
Common Stock	253,007	I	See footnotes (1) (2)
Common Stock	253,007	I	See footnotes (1) (2)
Common Stock	253,008	I	See footnotes (1) (2)
Common Stock	253,008	I	See footnotes (1) (2)

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

SEC 1473 (7-02)

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currently valid OMB control number.

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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 (3)	Â (3)	Common Stock	66,690	\$ (3)	D (2)	Â
Series A Preferred Stock	Â (3)	Â (3)	Common Stock	107,472	\$ (3)	I	See footnotes (2) (4)
Series A Preferred Stock	Â (3)	Â (3)	Common Stock	107,472	\$ (3)	I	See footnotes (2) (4)
Series A Preferred Stock	Â (3)	Â (3)	Common Stock	107,471	\$ (3)	I	See footnotes (2) (4)
Series A Preferred Stock	Â (3)	Â (3)	Common Stock	107,471	\$ (3)	I	See footnotes (2) (4)
Series E Preferred Stock	Â (3)	Â (3)	Common Stock	581,744	\$ (3)	D (2)	Â
Series E Preferred Stock	Â (3)	Â (3)	Common Stock	937,496	\$ (3)	I	See footnotes (2) (5)
Series E Preferred Stock	Â (3)	Â (3)	Common Stock	937,496	\$ (3)	I	See footnotes (2) (5)
Series E Preferred Stock	Â (3)	Â (3)	Common Stock	937,498	\$ (3)	I	See footnotes (2) (5)
Series E Preferred Stock	Â (3)	Â (3)	Common Stock	937,498	\$ (3)	I	See footnotes (2) (5)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	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	Â X	Â	Â
Insight Venture Associates VIII, Ltd. C/O INSIGHT VENTURE PARTNERS 1114 AVENUE OF THE AMERICAS, 36TH FLOOR	Â	Â X	Â	Â

