

CONTROL4 CORP
Form 3
August 01, 2013

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)

| | | | | |
|---|---------|--------------------------------------|--|---|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â FOUNDATION CAPITAL MANAGEMENT CO IV LLC | | (Month/Day/Year) | CONTROL4 CORP [CTRL] | |
| (Last) | (First) | 08/01/2013 | | |
| 250 MIDDLEFIELD ROAD | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| MENLO PARK,Â CAÂ 94025 | | | <input type="checkbox"/> Director | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> 10% Owner | <input type="checkbox"/> Form filed by One Reporting Person |
| | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | (give title below) | |
| | | | (specify below) | |
| | | | Mmbr 13D group owning > 10% | |

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 | 18,920 | I | By: Foundation Capital IV, L.P. (2) |
| Common Stock | 149 | I | By: FC IV Active Advisors Fund, LLC (2) |
| Common Stock | 160 | I | By: Foundation Capital IV Principals Fund, LLC (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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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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 C Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 1,770,469 | \$ (1) | I | By: Foundation Capital IV, L.P. (2) |
| Series C Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 13,981 | \$ (1) | I | By: FC IV Active Advisors Fund, LLC (2) |
| Series C Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 15,025 | \$ (1) | I | By: Foundation Capital IV Principals Fund, LLC (2) |
| Series D Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 890,389 | \$ (1) | I | By: Foundation Capital IV, L.P. (2) |
| Series D Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 7,031 | \$ (1) | I | By: FC IV Active Advisors Fund, LLC (2) |
| Series D Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 7,556 | \$ (1) | I | By: Foundation Capital IV Principals Fund, LLC (2) |
| Series E Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 863,962 | \$ (1) | I | By: Foundation Capital IV, L.P. (2) |
| Series E Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 6,822 | \$ (1) | I | By: FC IV Active Advisors Fund, LLC (2) |
| Series E Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 7,332 | \$ (1) | I | By: Foundation Capital IV Principals Fund, LLC (2) |
| Series F Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 1,132,980 | \$ (1) | I | By: Foundation Capital IV, L.P. (2) |
| Series F Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 8,947 | \$ (1) | I | By: FC IV Active Advisors Fund, LLC (2) |
| Series F Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 9,615 | \$ (1) | I | By: Foundation Capital IV Principals Fund, LLC (2) |
| | Â (1) | Â (1) | | 79,699 | \$ (1) | I | |

| | | | | | | | |
|--------------------------------------|------------------|------------------|--------------|---------|-------------------|---|---|
| Series G Convertible Preferred Stock | | | Common Stock | | | | By: Foundation Capital IV, L.P. ⁽²⁾ |
| Series G Convertible Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 629 | \$ ⁽¹⁾ | I | By: FC IV Active Advisors Fund, LLC ⁽²⁾ |
| Series G Convertible Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 676 | \$ ⁽¹⁾ | I | By: Foundation Capital IV Principals Fund, LLC ⁽²⁾ |
| Series G Convertible Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 240,332 | \$ ⁽¹⁾ | I | Foundation Capital VI, L.P. ⁽³⁾ |
| Series G Convertible Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 2,684 | \$ ⁽¹⁾ | I | By: Foundation Capital VI Principals Fund, LLC ⁽³⁾ |

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

Signatures

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

08/01/2013

__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) Each share of Issuer's Preferred Stock automatically converts 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.

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.

- (2)
- 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.