

INSTRUCTURE INC
Form 4
November 19, 2015

FORM 4

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

OMB APPROVAL

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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 *
EPIC VENTURE FUND IV, LLC

(Last) (First) (Middle)

C/O EPIC VENTURES, 15 W. SOUTH TEMPLE #500

(Street)

SALT LAKE CITY, UT 84101

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INSTRUCTURE INC [INST]

3. Date of Earliest Transaction (Month/Day/Year)
11/18/2015

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) ___ Other (specify below)

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 | 11/18/2015 | | C | 2,578,199 A | \$ 0 (4) (5) (6) (7) (8) 2,672,811 | D (1) | |
| Common Stock | 11/18/2015 | | C | 319,306 A | \$ 0 (4) 572,806 | I | By Epic Expansion Capital Annex, LLC (1) |
| | 11/18/2015 | | C | 1,168,549 A | 1,204,460 | I | |

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| | | | | | | | | | |
|--------------|------------|--|---|---------|---|----------------------------------|---------|---|---------------------------------|
| Common Stock | | | | | | \$ 0 (4) (5) (6) (7) | | | By Zions SBIC LLC (2) |
| Common Stock | 11/18/2015 | | C | 374,999 | A | \$ 0 (8) | 374,999 | I | Epic Expansion Capital, LLC (1) |
| Common Stock | | | | | | | 39,149 | I | By Kent I. Madsen (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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount |
| Series A Preferred Stock | (4) | 11/18/2015 | | C | 319,306 | (4) (9) | Common Stock | 31 | |
| Series A Preferred Stock | (4) | 11/18/2015 | | C | 1,352,194 | (4) (9) | Common Stock | 1,3 | |
| Series A Preferred Stock | (4) | 11/18/2015 | | C | 26,623 | (4) (9) | Common Stock | 20 | |
| Series B Preferred Stock | (5) | 11/18/2015 | | C | 784,314 | (5) (9) | Common Stock | 78 | |
| Series B Preferred Stock | (5) | 11/18/2015 | | C | 784,313 | (5) (9) | Common Stock | 78 | |
| Series C Preferred Stock | (6) | 11/18/2015 | | C | 378,799 | (6) (9) | Common Stock | 37 | |

| | | | | | | | | |
|--|-----|------------|---|---------|-----|-----|--------------|----|
| Series C Preferred Stock | (6) | 11/18/2015 | C | 143,777 | (6) | (9) | Common Stock | 14 |
| Series D Preferred Stock | (7) | 11/18/2015 | C | 62,892 | (7) | (9) | Common Stock | 6 |
| Series D Preferred Stock Common Stock | (7) | 11/18/2015 | C | 213,836 | (7) | (9) | Common Stock | 21 |
| Series E Preferred Stock | (8) | 11/18/2015 | C | 273,710 | (8) | (9) | Common Stock | 37 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| EPIC VENTURE FUND IV, LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101 | | X | | |
| Epic Expansion Capital Annex, LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101 | | X | | |
| ZIONS SBIC LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101 | | X | | |
| Epic Expansion Capital, LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101 | | X | | |
| MADSEN KENT C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101 | | X | | |

Signatures

/s/ Kent I. Madsen, Manager of Epic Management Partners, LLC, Investment Manager of Epic Venture Fund IV, LLC 11/19/2015

**Signature of Reporting Person

Date

/s/ Kent I. Madsen, Manager of ZWMC, IV, L.L.C., Investment Manager of Zions SBIC LLC 11/19/2015

