

Draper Fisher Jurvetson Partners IX, LLC

Form 3

January 22, 2015

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
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burden hours per
response... 0.5**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 *Â Draper Fisher Jurvetson Fund
VIII LP

(Last) (First) (Middle)

C/O DRAPER FISHER
JURVETSON,Â 2882 SAND
HILL ROAD, SUITE 150

(Street)

MENLO PARK,Â CAÂ 94025

(City) (State) (Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
01/22/20153. Issuer Name **and** Ticker or Trading Symbol
BOX INC [BOX]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)5. If Amendment, Date Original
Filed(Month/Day/Year)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 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)

Existing Class A Common Stock

150,000

I

See footnotes (1) (2) (3)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
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 Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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			(Instr. 4)		Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series A Preferred Stock	Â (4)	Â (4)	Existing Class A Common Stock	4,877,906	\$ (4)	I	See footnotes (2) (3) (5)
Series B Preferred Stock	Â (6)	Â (6)	Existing Class A Common Stock	10,264,545	\$ (6)	I	See footnotes (2) (3) (7)
Series C Preferred Stock	Â (8)	Â (8)	Existing Class A Common Stock	4,504,703	\$ (8)	I	See footnotes (2) (3) (9)
Series D Preferred Stock	Â (10)	Â (10)	Existing Class A Common Stock	1,715,928	\$ (10)	I	See footnotes (2) (3) (11)
Series D-1 Preferred Stock	Â (12)	Â (12)	Existing Class A Common Stock	996,090	\$ (12)	I	See footnotes (13) (14)
Series E Preferred Stock	Â (15)	Â (15)	Existing Class A Common Stock	229,097	\$ (15)	I	See footnotes (14) (16)
Series E-1 Preferred Stock	Â (17)	Â (17)	Existing Class A Common Stock	277,778	\$ (17)	I	See footnotes (14) (18)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Draper Fisher Jurvetson Fund VIII L P C/O DRAPER FISHER JURVETSON 2882 SAND HILL ROAD, SUITE 150 MENLO PARK, CA 94025	Â	Â X	Â	Â
Draper Fisher Jurvetson Fund IX LP C/O DRAPER FISHER JURVETSON 2882 SAND HILL ROAD, SUITE 150	Â	Â X	Â	Â

MENLO PARK, CA 94025

DRAPER ASSOCIATES L P
C/O DRAPER FISHER JURVETSON
2882 SAND HILL ROAD, SUITE 150
MENLO PARK, CA 94025

^ ^ X ^ ^

DRAPER TIMOTHY C
C/O DRAPER FISHER JURVETSON
2882 SAND HILL ROAD, SUITE 150
MENLO PARK, CA 94025

^ ^ X ^ ^

Fisher John H N
C/O DRAPER FISHER JURVETSON
2882 SAND HILL ROAD, SUITE 150
MENLO PARK, CA 94025

^ ^ X ^ ^

Jurvetson Stephen T
C/O DRAPER FISHER JURVETSON
2882 SAND HILL ROAD, SUITE 150
MENLO PARK, CA 94025

^ ^ X ^ ^

BAILEY MARK W
C/O DRAPER FISHER JURVETSON
2882 SAND HILL ROAD, SUITE 150
MENLO PARK, CA 94025

^ ^ X ^ ^

Schuler Barry
C/O DRAPER FISHER JURVETSON
2882 SAND HILL ROAD, SUITE 150
MENLO PARK, CA 94025

^ ^ X ^ ^

Draper Fisher Jurvetson Partners IX, LLC
C/O DRAPER FISHER JURVETSON
2882 SAND HILL ROAD, SUITE 150
MENLO PARK, CA 94025

^ ^ X ^ ^

DRAPER FISHER JURVETSON PARTNERS VIII LLC
C/O DRAPER FISHER JURVETSON
2882 SAND HILL ROAD, SUITE 150
MENLO PARK, CA 94025

^ ^ X ^ ^

Signatures

/s/ John Fisher, Managing Director 01/22/2015

__Signature of Reporting Person Date

/s/ John Fisher, Managing Director 01/22/2015

__Signature of Reporting Person Date

/s/ Timothy C. Draper, General Partner 01/22/2015

__Signature of Reporting Person Date

/s/ Timothy Draper 01/22/2015

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__Signature of Reporting Person	Date
/s/ John Fisher	01/22/2015
__Signature of Reporting Person	Date
/s/ Stephen Jurvetson	01/22/2015
__Signature of Reporting Person	Date
/s/ Mark Bailey	01/22/2015
__Signature of Reporting Person	Date
/s/ Barry Schuler	01/22/2015
__Signature of Reporting Person	Date
/s/ John Fisher, Managing Member	01/22/2015
__Signature of Reporting Person	Date
/s/ John Fisher, Managing Member	01/22/2015
__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) 5,025 of these shares are owned directly by Draper Associates, L.P. (DALP), 141,150 of these shares are owned directly by Draper Fisher Jurvetson Fund IX, L.P. (Fund IX), and 3,825 of these shares are owned directly by Draper Fisher Jurvetson Partners IX, LLC (Partners IX).
- (2) The General Partner of DALP is Draper Associates, Inc. which is controlled by its President and majority shareholder, Timothy C. Draper. DALP invests lockstep alongside Draper Fisher Jurvetson Fund VIII, L.P. (Fund VIII) and Fund IX.
- (3) Timothy C. Draper, John H.N. Fisher and Stephen T. Jurvetson are managing directors of the general partner entities of Fund VIII and Fund IX that directly hold shares and as such they may be deemed to have voting and investment power with respect to such shares. Draper Fisher Jurvetson Partners VIII, LLC (Partners VIII) invests lockstep alongside Fund VIII. Partners IX invests lockstep alongside Fund IX. The managing members of Partners VIII and Partners IX are Timothy C. Draper, John H.N. Fisher and Stephen T. Jurvetson. These individuals disclaim beneficial ownership of these shares except to the extent of their pecuniary interest therein.
- (4) Subject to certain adjustments, the Series A Preferred Stock is convertible into the Issuer's existing Class A Common Stock ("Existing Class A Common Stock") on a 1:1 basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series A Preferred Stock will automatically convert into shares of Existing Class A Common Stock of the Issuer.
- (5) 390,233 of these shares are owned directly by DALP, 4,390,115 of these shares are owned directly by Fund VIII, and 97,558 of these shares are owned directly by Partners VIII.
- (6) Subject to certain adjustments, the Series B Preferred Stock is convertible into Existing Class A Common Stock on a 1:1 basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series B Preferred Stock will automatically convert into shares of Existing Class A Common Stock of the Issuer.
- (7) 821,162 of these shares are owned directly by DALP, 9,238,092 of these shares are owned directly by Fund VIII, and 205,291 of these shares are owned directly by Partners VIII.
- (8) Subject to certain adjustments, the Series C Preferred Stock is convertible into Existing Class A Common Stock on a 1:1 basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series C Preferred Stock will automatically convert into shares of Existing Class A Common Stock of the Issuer.
- (9) 198,650 of these shares are owned directly by DALP, 3,272,755 of these shares are owned directly by Fund IX, 924,076 of these shares are owned directly by Fund VIII, 88,687 of these shares are owned directly by Partners IX, and 20,535 of these shares are owned directly by Partners VIII.
- (10)

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Subject to certain adjustments, the Series D Preferred Stock is convertible into Existing Class A Common Stock on a 1:1 basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series D Preferred Stock will automatically convert into shares of Existing Class A Common Stock of the Issuer.

- (11) 75,670 of these shares are owned directly by DALP, 1,246,655 of these shares are owned directly by Fund IX, 351,998 of these shares are owned directly by Fund VIII, 33,783 of these shares are owned directly by Partners IX, and 7,822 of these shares are owned directly by Partners VIII.
- (12) Subject to certain adjustments, the Series D-1 Preferred Stock is convertible into Existing Class A Common Stock on a 1:1 basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series D-1 Preferred Stock will automatically convert into shares of Existing Class A Common Stock of the Issuer.
- (13) 921,583 of these shares are owned directly by Draper Fisher Jurvetson Growth Fund 2006, L.P. (Growth Fund), and 74,507 of these shares are owned directly by Draper Fisher Jurvetson Partners Growth Fund 2006, LLC (Growth Partners).
- (14) John H.N. Fisher, Barry M. Schuler and Mark W. Bailey are managing directors of the general partner entities of Growth Fund that directly hold shares and as such they may be deemed to have voting and investment power with respect to such shares. Growth Partners invests lockstep alongside Growth Fund. The managing members of Growth Partners are John H.N. Fisher, Barry M. Schuler, Mark W. Bailey, Timothy C. Draper and Stephen T. Jurvetson. These individuals disclaim beneficial ownership of these shares except to the extent of their pecuniary interest therein.
- (15) Subject to certain adjustments, the Series E Preferred Stock is convertible into Existing Class A Common Stock on a 1:1 basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series E Preferred Stock will automatically convert into shares of Existing Class A Common Stock of the Issuer.
- (16) 211,961 of these shares are owned directly by Growth Fund, and 17,136 of these shares are owned directly by Growth Partners.
- (17) Subject to certain adjustments, the Series E-1 Preferred Stock is convertible into Existing Class A Common Stock on a 1:1 basis and has no expiration date. Immediately prior to the consummation of the Issuer's initial public offering, all shares of Series E-1 Preferred Stock will automatically convert into shares of Existing Class A Common Stock of the Issuer.
- (18) 257,000 of these shares are owned directly by Growth Fund, and 20,778 of these shares are owned directly by Growth Partners.

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Remarks:

This report is filed as form 1 of 2 to report related transactions for the following filers: Draper

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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