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INSTRUCTURE INC

Form 3

November 13, 2015

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

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement INSTRUCTURE INC [INST] EPIC VENTURE FUND IV. (Month/Day/Year) LLC 11/12/2015 (Last) (First) (Middle) 5. If Amendment, Date Original 4. Relationship of Reporting Person(s) to Issuer Filed(Month/Day/Year) C/O EPIC VENTURES, 15 W. (Check all applicable) **SOUTH TEMPLE #500** (Street) 6. Individual or Joint/Group __X__ 10% Owner Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) Form filed by One Reporting Person SALT LAKE _X_ Form filed by More than One CITY, UTÂ 84101 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned (Instr. 4) Ownership Ownership (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 94,612 $D^{(1)}$ By Epic Expansion Capital Common Stock $I^{(1)}$ 253,500 Annex, LLC (1) $I^{(2)}$ Common Stock By Zions SBIC LLC (2) 35,911 $I^{(3)}$ Common Stock 39,149 By Kent I. Madsen (3) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly.

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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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A Preferred Stock	(4)	(5)	Common Stock	319,306	\$ <u>(5)</u>	I (1)	By Epic Expansion Capital Annex, LLC (1)
Series A Preferred Stock	(4)	(5)	Common Stock	1,352,194	\$ <u>(5)</u>	D (1)	Â
Series A Preferred Stock	(4)	(5)	Common Stock	26,623	\$ <u>(5)</u>	I (2)	By Zions SBIC LLC (2)
Series B Preferred Stock	(6)	(5)	Common Stock	784,314	\$ <u>(5)</u>	D (1)	Â
Series B Preferred Stock	(6)	(5)	Common Stock	784,313	\$ <u>(5)</u>	I (2)	By Zions SBIC LLC (2)
Series C Preferred Stock	(7)	(5)	Common Stock	378,799	\$ <u>(5)</u>	D (1)	Â
Series C Preferred Stock	(7)	(5)	Common Stock	143,777	\$ <u>(5)</u>	I (2)	By Zions SBIC LLC (2)
Series D Preferred Stock	(8)	(5)	Common Stock	62,892	\$ <u>(5)</u>	D (1)	Â
Series D Preferred Stock	(8)	(5)	Common Stock	213,836	\$ <u>(5)</u>	I (2)	By Zions SBIC LLC (2)
Series E Preferred Stock	(9)	(5)	Common Stock	273,710	\$ <u>(5)</u>	I (1)	By Epic Expansion Capital, LLC (1)

Reporting Owners

Reporting Owner Name / Address	Relationships				
1	Director	10% Owner	Officer	Other	
EPIC VENTURE FUND IV, LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101	Â	ÂX	Â	Â	
Epic Expansion Capital Annex, LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY, UT 84101	Â	ÂX	Â	Â	
	Â	ÂX	Â	Â	

Reporting Owners 2

ZIONS SBIC LLC C/O EPIC VENTURES 15 W. SOUTH TEMPLE #500 SALT LAKE CITY. UTÂ 84101

Epic Expansion Capital, LLC

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

SALT LAKE CITY, Â UTÂ 84101

MADSEN KENT

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

SALT LAKE CITY, UTÂ 84101

Signatures

Kent I. Madsen, Manager of Epic Management Partners LLC, Investment Manager of Epic Venture Fund IV, LLC	11/12/2015				
**Signature of Reporting Person	Date				
Kent I. Madsen, Manager of ZWMC, IV, L.L.C. Investment Manager of Zions SBIC LLC					
**Signature of Reporting Person	Date				
Kent I. Madsen, Manager of Epic Management Partners, LLC, Investment Manager of Epic Expansion Capital Annex, LLC					
**Signature of Reporting Person	Date				
Kent I. Madsen, Manager of Epic Management Partners, LLC, Investment Manager of Epic Expansion Capital, LLC					
**Signature of Reporting Person	Date				
Kent I. Madsen, an individual	11/12/2015				
**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).
- Epic Management Partners, LLC (EMP) is the investment manager of Epic Venture Fund IV, LLC (EVF IV), Epic Expansion Capital
- Annex, LLC (EECA) and Epic Expansion Capital, LLC (EEC) and has sole voting and investment power with regard to the shares held directly by EVF IV, EECA and EEC. E. Nicholaus Efstratis and Kent I. Madsen are the managers of EMP and, therefore, may be deemed to share voting and investment power with regard to the shares held by EVF IV, EECA and EEC. Each of such individuals disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein. The inclusion of these securities shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or any other purpose.
 - ZWMC IV, L.L.C. (ZWMC) is the investment manager of Zions SBIC LLC (Zions SBIC) and has sole voting and investment power with regard to the shares held directly by Zions SBIC. E. Nicholaus Efstratis and Kent I. Madsen are the managers of ZWMC and, therefore,
- (2) may be deemed to share voting and investment power with regard to the shares held by Zions SBIC. Each of such individuals disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein. The inclusion of these securities shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or any other purpose.
- (3) These shares are owned directly by Kent I. Madsen.
- The Series A Preferred Stock is convertible into Common Stock of the Issuer at the option of the holder. The Series A Preferred Stock will automatically convert into Common Stock on a 1-to-1 basis upon the closing of the initial public offering of the Issuer.
- (5) Not applicable.

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- (6) The Series B Preferred Stock is convertible into Common Stock of the Issuer at the option of the holder. The Series B Preferred Stock will automatically convert into Common Stock on a 1-to-1 basis upon the closing of the initial public offering of the Issuer.
- (7) The Series C Preferred Stock is convertible into Common Stock of the Issuer at the option of the holder. The Series C Preferred Stock will automatically convert into Common Stock on a 1-to-1 basis upon the closing of the initial public offering of the Issuer.
- (8) The Series D Preferred Stock is convertible into Common Stock of the Issuer at the option of the holder. The Series D Preferred Stock will automatically convert into Common Stock on a 1-to-1 basis upon the closing of the initial public offering of the Issuer.
- The Series E Preferred Stock is convertible into Common Stock of the Issuer at the option of the holder. The Series E Preferred Stock will automatically convert into Common Stock upon closing of the initial public offering at a ratio dependent on the Issuer's initial public offering price.

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.