

vSpring Management III D, L.L.C.
Form 4
August 07, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
vSpring III D, L.P.

2. Issuer Name and Ticker or Trading Symbol
CONTROL4 CORP [CTRL]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
2795 E. COTTONWOOD PARKWAY, SUITE 360
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2013

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

SALT LAKE CITY, CA 84121

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	08/07/2013		C		1,973,134	A	<u>(D)</u> 1,973,134	I By vSpring SBIC, L.P. <u>(2)</u> <u>(3)</u>
Common Stock	08/07/2013		C		63,542	A	<u>(D)</u> 63,542	I By vSpring III D, L.P. <u>(4)</u> <u>(3)</u>
Common Stock	08/07/2013		C		226,819	A	<u>(D)</u> 226,819	I By vSpring III, L.P. <u>(5)</u> <u>(3)</u>

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Common Stock	08/07/2013		C	1,256	A	<u>(1)</u>	1,256	I	By vSpring Partners III, L.P. <u>(6)</u> <u>(3)</u>
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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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Series A Convertible Preferred Stock	<u>(1)</u>	08/07/2013		C	692,307	<u>(1)</u> <u>(1)</u>	Common Stock 692,307
Series B Convertible Preferred Stock	<u>(1)</u>	08/07/2013		C	871,652	<u>(1)</u> <u>(1)</u>	Common Stock 871,652
Series C Convertible Preferred Stock	<u>(1)</u>	08/07/2013		C	282,505	<u>(1)</u> <u>(1)</u>	Common Stock 282,505
Series D Convertible Preferred Stock	<u>(1)</u>	08/07/2013		C	94,268	<u>(1)</u> <u>(1)</u>	Common Stock 94,268
Series G Convertible Preferred Stock	<u>(1)</u>	08/07/2013		C	63,542	<u>(1)</u> <u>(1)</u>	Common Stock 63,542
Series G Convertible Preferred	<u>(1)</u>	08/07/2013		C	226,819	<u>(1)</u> <u>(1)</u>	Common Stock 226,819

Stock

Series G Convertible Preferred Stock	(1)	08/07/2013	C	1,256	(1)	(1)	Common Stock	1,256
Series G Convertible Preferred Stock	(1)	08/07/2013	C	32,402	(1)	(1)	Common Stock	32,402

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
vSpring III D, L.P. 2795 E. COTTONWOOD PARKWAY, SUITE 360 SALT LAKE CITY, CA 84121		X		
vSpring III L P 2795 E. COTTONWOOD PARKWAY, SUITE 360 SALT LAKE CITY, UT 84121		X		
vSpring Management III D, L.L.C. 2795 E. COTTONWOOD PARKWAY, SUITE 360 SALT LAKE CITY 84121		X		
vSpring Management III, L.L.C. 2795 E. COTTONWOOD PARKWAY, SUITE 360 SALT LAKE CITY, UT 84121		X		
vSpring Partners III, L.P. 2795 E. COTTONWOOD PARKWAY, SUITE 360 SALT LAKE CITY, UT 84121		X		
vSpring SBIC Management, L.L.C. 2795 E. COTTONWOOD PARKWAY, SUITE 360 SALT LAKE CITY, UT 84121		X		
VSPRING SBIC LP 2795 E. COTTONWOOD PARKWAY, SUITE 360 SALT LAKE CITY, UT 84121		X		

Signatures

vSpring III D, L.P. /s/ Scott R. Petty, Managing Member of vSpring Management III D, LLC, its General Partner 08/07/2013

__Signature of Reporting Person

Date

vSpring III, L.P., /s/ Scott R. Petty, Managing Member of vSpring Management III, LLC, its General Partner 08/07/2013

__Signature of Reporting Person

Date

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vSpring Management III D, L.L.C., /s/ Scott R. Petty, Managing Member	08/07/2013
**Signature of Reporting Person	Date
vSpring Management III, L.L.C., /s/ Scott R. Petty, Managing Member	08/07/2013
**Signature of Reporting Person	Date
vSpring Partners III, L.P., /s/ Scott R. Petty, Managing Member of vSpring Management III, LLC, its General Partner	08/07/2013
**Signature of Reporting Person	Date
vSpring SBIC Management, L.L.C., /s/ Scott R. Petty, Managing Member	08/07/2013
**Signature of Reporting Person	Date
vSpring SBIC, L.P., /s/ Scott R. Petty, Managing Member of vSpring SBIC Management, LLC, its General Partner	08/07/2013
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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 converted 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.
- These shares are owned directly by vSpring SBIC, L.P. ("vSpring SBIC"), of which vSpring SBIC Management, L.L.C. ("vSpring SBIC Management") is the sole general partner and exercises voting and investment power over these shares. The managing members of vSpring SBIC Management are Scott Petty and Dinesh Patel. Scott Petty is a director of Issuer. vSpring SBIC, vSpring III D (as defined below), vSpring III (as defined below) and vSpring Partners (as defined below) may be deemed to be members of a Section 13(d) "group." vSpring Management III (as defined below), vSpring Management III D (as defined below), vSpring III D, vSpring III and vSpring Partners disclose the existence of such group and disclaim beneficial ownership of any shares held by vSpring SBIC.
- (2) The reporting persons and their managing members disclaim beneficial ownership of these securities, except to the extent of their respective proportionate pecuniary interest therein, and this report shall not be deemed an admission that any of the reporting persons or their managing members are the beneficial owners of such securities for Section 16 or any other purpose.
- These shares are owned directly by vSpring III D, L.P. ("vSpring III D"), of which vSpring Management III D, L.L.C. ("vSpring Management III D") is the sole general partner and exercises voting and investment power over these shares. The managing members of vSpring Management III D are Scott Petty, Dinesh Patel, Ron Heinz and Brandon Tidwell. Scott Petty is a director of Issuer. vSpring III D, vSpring SBIC, vSpring III (as defined below) and vSpring Partners (as defined below) may be deemed to be members of a Section 13(d) "group." vSpring SBIC, vSpring SBIC Management, vSpring Management III (as defined below), vSpring III and vSpring Partners disclose the existence of such group and disclaim beneficial ownership of any shares held by vSpring III D.
- (3) These shares are owned directly by vSpring III, L.P. ("vSpring III"), of which vSpring Management III, L.L.C. ("vSpring Management III") is the sole general partner and exercises voting and investment power over these shares. The managing members of vSpring Management III are Scott Petty, Dinesh Patel, Ron Heinz and Brandon Tidwell. Scott Petty is a director of Issuer. vSpring III, vSpring SBIC, vSpring III D and vSpring Partners (as defined below) may be deemed to be members of a Section 13(d) "group." vSpring SBIC, vSpring SBIC Management, vSpring Management III D, vSpring III D and vSpring Partners disclose the existence of such group and disclaim beneficial ownership of any shares held by vSpring III.
- (4) These shares are owned directly by vSpring Partners III, L.P. ("vSpring Partners"), of which vSpring Management III is the sole general partner and exercises voting and investment power over these shares. The managing members of vSpring Management III are Scott Petty, Dinesh Patel, Ron Heinz and Brandon Tidwell. Scott Petty is a director of Issuer. vSpring Partners, vSpring III D, vSpring SBIC and vSpring III may be deemed to be members of a Section 13(d) "group." vSpring SBIC, vSpring SBIC Management, vSpring Management III D, vSpring III D and vSpring III disclose the existence of such group and disclaim beneficial ownership of any shares held by vSpring Partners.

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.