

CONTROL4 CORP
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 *
Frazier Technology Management, LLC

(Last) (First) (Middle)

601 UNION STREET, SUITE 3200

(Street)

SEATTLE, WA 98101

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 08/07/2013 | | C | | 2,188,168 | A | (1) 2,188,168 |
| | | | | | | I | By Frazier Technology Ventures II, L.P. (2) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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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 Number Shares |
| Series B Convertible Preferred Stock | (1) | 08/07/2013 | | C | 1,419,244 | (1) (1) | Common Stock 1,419,244 |
| Series C Convertible Preferred Stock | (1) | 08/07/2013 | | C | 256,365 | (1) (1) | Common Stock 256,365 |
| Series D Convertible Preferred Stock | (1) | 08/07/2013 | | C | 188,536 | (1) (1) | Common Stock 188,536 |
| Series G Convertible Preferred Stock | (1) | 08/07/2013 | | C | 324,023 | (1) (1) | Common Stock 324,023 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------------------|
| | Director | 10% Owner | Officer | Other |
| Frazier Technology Management, LLC 601 UNION STREET, SUITE 3200 SEATTLE, WA 98101 | | | | Former 10% holder |
| FRAZIER TECHNOLOGY VENTURES II L P 601 UNION STREET, SUITE 3200 SEATTLE, WA 98101 | | | | Former 10% holder |
| FTVM II, L.P. 601 UNION STREET, SUITE 3200 SEATTLE, WA 98101 | | | | Former 10% holder |

Signatures

Frazier Technology Management, L.L.C., /s/ Len Jordan, Managing Member

08/07/2013

**Signature of Reporting Person

Date

08/07/2013

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Frazier Technology Ventures II, L.P., By FTVM II, L.P., its general partner, /s/ Len Jordan,
Managing Member of Frazier Technology Management LLC, its general partner

__Signature of Reporting Person

Date

FTVM II, L.P., /s/ Len Jordan, Managing Member of Frazier Technology Management,
L.L.C., 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 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 Frazier Technology Ventures II, L.P. ("Frazier"), of which FTVM II, L.P. ("FTVM") is the sole general partner. Frazier Technology Management, L.L.C. ("Frazier Tech Management") is the sole general partner of FTVM and exercises voting and investment power over these shares. The managing members of Frazier Tech Management are Scott Darling, Paul Bialek, Frazier Management LLC and Len Jordan. Frazier, FTVM, Frazier Tech Management and the managing members of Frazier Tech
- (2) Management 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 Frazier, FTVM, Frazier Tech Management or the managing members of Frazier Tech Management are the beneficial owners of such securities for Section 16 or any other purpose. Len Jordan is a director of Issuer.

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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