

CONTROL4 CORP  
Form 4  
August 09, 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 \*  
Vassallo Steven

(Last) (First) (Middle)

C/O FOUNDATION CAPITAL, 250  
MIDDLEFIELD ROAD

(Street)

MENLO PARK, CA 94025

(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)

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 Ownership (Instr. 4) |   |                                     |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|-------------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |   |                                     |
| Common Stock                    |                                      |  |                                |   | 18,920  | I  | By: Foundation Capital IV, L.P. (2)        |   |                                     |
| Common Stock                    | 08/07/2013                           |  | C                              |   | 1,770,469   | A  | (1) 1,789,389                              | I | By: Foundation Capital IV, L.P. (2) |
| Common Stock                    | 08/07/2013                           |  | C                              |   | 890,389   | A  | (1) 2,679,778                              | I | By: Foundation Capital IV, L.P. (2) |

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|              |            |   |           |   |            |           |   |  |
|--------------|------------|---|-----------|---|------------|-----------|---|--|
| Common Stock | 08/07/2013 | C | 863,962   | A | <u>(1)</u> | 3,543,740 | I | By:<br>Foundation<br>Capital IV,<br>L.P. <u>(2)</u>        |
| Common Stock | 08/07/2013 | C | 1,132,980 | A | <u>(1)</u> | 4,676,720 | I | By:<br>Foundation<br>Capital IV,<br>L.P. <u>(2)</u>        |
| Common Stock | 08/07/2013 | C | 79,699    | A | <u>(1)</u> | 4,756,419 | I | By:<br>Foundation<br>Capital IV,<br>L.P. <u>(2)</u>        |
| Common Stock |            |   |           |   |            | 149       | I | By: FC IV<br>Active<br>Advisors<br>Fund, LLC<br><u>(2)</u> |
| Common Stock | 08/07/2013 | C | 13,981    | A | <u>(1)</u> | 14,130    | I | By: FC IV<br>Active<br>Advisors<br>Fund, LLC<br><u>(2)</u> |
| Common Stock | 08/07/2013 | C | 7,031     | A | <u>(1)</u> | 21,161    | I | By: FC IV<br>Active<br>Advisors<br>Fund, LLC<br><u>(2)</u> |
| Common Stock | 08/07/2013 | C | 6,822     | A | <u>(1)</u> | 27,983    | I | By: FC IV<br>Active<br>Advisors<br>Fund, LLC<br><u>(2)</u> |
| Common Stock | 08/07/2013 | C | 8,947     | A | <u>(1)</u> | 36,930    | I | By: FC IV<br>Active<br>Advisors<br>Fund, LLC<br><u>(2)</u> |
| Common Stock | 08/07/2013 | C | 629       | A | <u>(1)</u> | 37,559    | I | By: FC IV<br>Active<br>Advisors<br>Fund, LLC<br><u>(2)</u> |
| Common Stock |            |   |           |   |            | 160       | I | By:<br>Foundation<br>Capital IV<br>Principals              |

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|              |            |   |         |   |            |         |   |  |
|--------------|------------|---|---------|---|------------|---------|---|--|
| Common Stock | 08/07/2013 | C | 15,025  | A | <u>(1)</u> | 15,185  | I | Fund, LLC<br><u>(2)</u><br>By:<br>Foundation Capital IV Principals Fund, LLC<br><u>(2)</u> |
| Common Stock | 08/07/2013 | C | 7,556   | A | <u>(1)</u> | 22,741  | I | By:<br>Foundation Capital IV Principals Fund, LLC<br><u>(2)</u>                            |
| Common Stock | 08/07/2013 | C | 7,332   | A | <u>(1)</u> | 30,073  | I | By:<br>Foundation Capital IV Principals Fund, LLC<br><u>(2)</u>                            |
| Common Stock | 08/07/2013 | C | 9,615   | A | <u>(1)</u> | 39,688  | I | By:<br>Foundation Capital IV Principals Fund, LLC<br><u>(2)</u>                            |
| Common Stock | 08/07/2013 | C | 676     | A | <u>(1)</u> | 40,364  | I | By:<br>Foundation Capital IV Principals Fund, LLC<br><u>(2)</u>                            |
| Common Stock | 08/07/2013 | C | 240,332 | A | <u>(1)</u> | 240,332 | I | By:<br>Foundation Capital VI, L.P. <u>(3)</u>  |
| Common Stock | 08/07/2013 | C | 2,684   | A | <u>(1)</u> | 2,684   | I | By:<br>Foundation Capital VI Principals Fund, LLC<br><u>(3)</u>                            |

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

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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) |                      |
|--|--|--------------------------------------|--|--------------------------------|---|-----------|--|-----------------|---|----------------------|
|  |  |                                      |  |                                | V   | (A) (D)   | Date Exercisable   | Expiration Date | Title   | Amount Number Shares |
| Series C Convertible Preferred Stock       | (1)  | 08/07/2013                           |  | C                              |   | 1,770,469 | (1)  | (1)             | Common Stock  | 1,770,469            |
| Series C Convertible Preferred Stock       | (1)  | 08/07/2013                           |  | C                              |   | 13,981    | (1)  | (1)             | Common Stock  | 13,981               |
| Series C Convertible Preferred Stock       | (1)  | 08/07/2013                           |  | C                              |   | 15,025    | (1)  | (1)             | Common Stock  | 15,025               |
| Series D Convertible Preferred Stock       | (1)  | 08/07/2013                           |  | C                              |   | 890,389   | (1)  | (1)             | Common Stock  | 890,389              |
| Series D Convertible Preferred Stock       | (1)  | 08/07/2013                           |  | C                              |   | 7,031     | (1)  | (1)             | Common Stock  | 7,031                |
| Series D Convertible Preferred Stock       | (1)  | 08/07/2013                           |  | C                              |   | 7,556     | (1)  | (1)             | Common Stock  | 7,556                |
| Series E Convertible Preferred Stock       | (1)  | 08/07/2013                           |  | C                              |   | 863,962   | (1)  | (1)             | Common Stock  | 863,962              |

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|   |            |            |   |           |            |            |                 |           |
|---|------------|------------|---|-----------|------------|------------|-----------------|-----------|
| Series E<br>Convertible<br>Preferred<br>Stock | <u>(1)</u> | 08/07/2013 | C | 6,822     | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 6,822     |
| Series E<br>Convertible<br>Preferred<br>Stock | <u>(1)</u> | 08/07/2013 | C | 7,332     | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 7,332     |
| Series F<br>Convertible<br>Preferred<br>Stock | <u>(1)</u> | 08/07/2013 | C | 1,132,980 | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 1,132,980 |
| Series F<br>Convertible<br>Preferred<br>Stock | <u>(1)</u> | 08/07/2013 | C | 8,947     | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 8,947     |
| Series F<br>Convertible<br>Preferred<br>Stock | <u>(1)</u> | 08/07/2013 | C | 9,615     | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 9,615     |
| Series G<br>Convertible<br>Preferred<br>Stock | <u>(1)</u> | 08/07/2013 | C | 79,699    | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 79,699    |
| Series G<br>Convertible<br>Preferred<br>Stock | <u>(1)</u> | 08/07/2013 | C | 629       | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 629       |
| Series G<br>Convertible<br>Preferred<br>Stock | <u>(1)</u> | 08/07/2013 | C | 676       | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 676       |
| Series G<br>Convertible<br>Preferred<br>Stock | <u>(1)</u> | 08/07/2013 | C | 240,332   | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 240,332   |
|   | <u>(1)</u> | 08/07/2013 | C | 2,684     | <u>(1)</u> | <u>(1)</u> |                 | 2,684     |

Series G  
Convertible  
Preferred  
Stock

Common  
Stock

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Vassallo Steven<br>C/O FOUNDATION CAPITAL<br>250 MIDDLEFIELD ROAD<br>MENLO PARK, CA 94025 | X             | X         |         |       |

## Signatures

/s/ Gail M. Haney as  
Attorney-In-Fact

08/09/2013

\_\_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.
  - (2) Foundation Capital Management Co. IV, LLC is the general partner of Foundation Capital IV, L.P., FC IV Active Advisors Fund, LLC and Foundation Capital IV Principals Fund, LLC. Steven P. Vassallo is a non-managing member of Foundation Capital Management Co. IV, LLC. As a non-managing member of Foundation Capital Management Co. IV, LLC, Mr. Vassallo disclaims beneficial ownership in the shares held by the aforementioned entities except to the extent of his pecuniary interest therein.
  - (3) Foundation Capital Management Co. VI, LLC is the general partner of Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC. Steven P. Vassallo is a managing member of Foundation Capital Management Co. VI, LLC and may be deemed to share voting and investment power over the shares owned by Foundation Capital VI, L.P. and Foundation Capital VI Principals Fund, LLC. Mr. Vassallo disclaims beneficial ownership in the shares held by the aforementioned entities except to the extent of his pecuniary interest therein.

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.