

BOX INC  
Form 4  
July 12, 2017

**FORM 4**

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

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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Draper Fisher Jurvetson Fund VIII L  
P

(Last) (First) (Middle)

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

(Street)

2. Issuer Name **and** Ticker or Trading  
Symbol  
BOX INC [BOX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/05/2017

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

4. 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

MENLO PARK, CA 94025

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Class A<br>Common<br>Stock            | 07/05/2017                              |                                                             | C(1)                                 | 320,000                                                                 | A 11 320,000                                                                                                       | I                                                                       | By DALP<br>(2) (3) (4)                                            |
| Class A<br>Common<br>Stock            | 07/05/2017                              |                                                             | S                                    | 320,000                                                                 | D \$ 18.067 0 (5)                                                                                                  | I                                                                       | By DALP<br>(2) (3) (4)                                            |

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**

SEC 1474  
(9-02)

number.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. L<br>S<br>(             |                                  |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|----------------------------|----------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                 | Date<br>Exercisable                                            | Expiration<br>Date                                                  | Title                      | Amount or<br>Number of<br>Shares |
| Class B<br>Common<br>Stock <sup>(6)</sup>           | <u>(6)</u>                                                         | 07/05/2017                              |                                                             | C <sup>(1)</sup>                     | 320,000                                                                                                   | <u>(6)</u>                                                     | <u>(6)</u>                                                          | Class A<br>Common<br>Stock | 320,000                          |

## Reporting Owners

| Reporting Owner Name / Address                                                                                                     | Relationships |           |         |       |
|------------------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                                                    | Director      | 10% Owner | Officer | Other |
| Draper Fisher Jurvetson Fund VIII L P<br>C/O DRAPER FISHER JURVETSON<br>2882 SAND HILL ROAD, SUITE 150<br>MENLO PARK, CA 94025     |               | X         |         |       |
| DRAPER FISHER JURVETSON PARTNERS VIII LLC<br>C/O DRAPER FISHER JURVETSON<br>2882 SAND HILL ROAD, SUITE 150<br>MENLO PARK, CA 94025 |               | X         |         |       |
| Draper Fisher Jurvetson Fund IX LP<br>C/O DRAPER FISHER JURVETSON<br>2882 SAND HILL ROAD, SUITE 150<br>MENLO PARK, CA 94025        |               | X         |         |       |
| Draper Fisher Jurvetson Partners IX, LLC<br>C/O DRAPER FISHER JURVETSON<br>2882 SAND HILL ROAD, SUITE 150<br>MENLO PARK, CA 94025  |               | X         |         |       |
| DRAPER ASSOCIATES L P<br>C/O DRAPER FISHER JURVETSON<br>2882 SAND HILL ROAD, SUITE 150<br>MENLO PARK, CA 94025                     |               | X         |         |       |
| DRAPER TIMOTHY C<br>C/O DRAPER FISHER JURVETSON<br>2882 SAND HILL ROAD, SUITE 150                                                  |               | X         |         |       |

MENLO PARK, CA 94025

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

## Signatures

/s/ John Fisher, Managing  
Director

07/12/2017

\_\_Signature of Reporting Person

Date

/s/ John Fisher, Managing  
Member

07/12/2017

\_\_Signature of Reporting Person

Date

/s/ John Fisher, Managing  
Director

07/12/2017

\_\_Signature of Reporting Person

Date

/s/ John Fisher, Managing  
Member

07/12/2017

\_\_Signature of Reporting Person

Date

/s/ Timothy C. Draper, General  
Partner

07/12/2017

\_\_Signature of Reporting Person

Date

/s/ Timothy Draper

07/12/2017

\_\_Signature of Reporting Person

Date

/s/ John Fisher

07/12/2017

\_\_Signature of Reporting Person

Date

/s/ Stephen Jurvetson

07/12/2017

\_\_Signature of Reporting Person

Date

/s/ Mark Bailey

07/12/2017

\_\_Signature of Reporting Person

Date

/s/ Barry Schuler

07/12/2017

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) Represents the conversion of Class B Common Stock into Class A Common Stock held by Draper Associates, L.P. (DALP).  
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 Draper Fisher Jurvetson Fund IX, L.P. (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. Draper Fisher Jurvetson Partners IX, LLC (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) John H.N. Fisher, Barry M. Schuler and Mark W. Bailey are managing directors of the general partner entities of Draper Fisher Jurvetson Growth Fund 2006, L.P. (Growth Fund) 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 Growth Fund 2006, LLC (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.
- (5) This sale price represents the weighted average sale price of the shares sold ranging from \$18.04 to \$18.21 per share. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.
- (6) Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.
- (7) 1,170,740 of these shares are owned directly by DALP, 2,330,280 of these shares are owned directly by Fund IX, 7,452,141 of these shares are owned directly by Fund VIII, 63,146 of these shares are owned directly by Partners IX, 165,601 of these shares are owned directly by Partners VIII, 1,390,544 of these shares are owned directly by Growth Fund, and 112,421 of these shares are owned directly by Growth Partners.

### Remarks:

This report is filed as form 1 of 2 to report related transactions for the following filers: Draper Fisher Jurvetson Fund VIII, L.P.

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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