

BOX INC
Form 4
March 17, 2017

FORM 4

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

OMB APPROVAL

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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 *
Stein Josh

(Last) (First) (Middle)
900 JEFFERSON AVENUE
(Street)

REDWOOD CITY, CA 94063

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/15/2017

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	03/15/2017		J ⁽¹⁾		201	A	11	72,963	I	See footnote ⁽²⁾
Class A Common Stock	03/16/2017		J ⁽³⁾		18,029	A	3	90,992	I	See footnote ⁽²⁾
Class A Common Stock	03/16/2017		J ⁽⁴⁾		303	A	4	91,580 ⁽⁵⁾	I	See footnote ⁽²⁾
Class A Common Stock								8,517 ⁽⁶⁾ ⁽⁷⁾	D	

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Reflects 285 shares of Class A Common Stock of the Issuer received by virtue of a pro rata in-kind distribution by Draper Fisher Jurvetson Fund VIII Management Company, LLC. ("Management VIII").

- (6) Reflects the transfer of shares to Management VIII, as mandated by Draper Fisher Jurvetson policy. The transfer did not represent a discretionary trade by the Reporting Person.
- (7) Includes 8,517 RSUs. Each RSU represents a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement.

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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