

BOX INC

Form 3

January 22, 2015

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Â Levie Aaron

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/22/2015

3. Issuer Name **and** Ticker or Trading Symbol
BOX INC [BOX]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

4440 EL CAMINO REAL

(Street)

(Check all applicable)

☒ Director ☒ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Chief Executive Officer

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person

LOS ALTOS,Â CAÂ 94022

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Existing Class A Common Stock

2,565,372

D

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (1)	07/14/2020	Existing Class A Common Stock	588,841	\$ 0.29	D	Â
Employee Stock Option (right to buy)	Â (1)	04/06/2021	Existing Class A Common Stock	25,000	\$ 0.59	D	Â
Employee Stock Option (right to buy)	Â (2)	04/01/2022	Existing Class B Common Stock (3)	770,000	\$ 1.16	D	Â
Employee Stock Option (right to buy)	Â (4)	04/01/2022	Existing Class B Common Stock (3)	410,000	\$ 4	D	Â
Employee Stock Option (right to buy)	Â (5)	04/01/2022	Existing Class B Common Stock (3)	410,000	\$ 4	D	Â
Employee Stock Option (right to buy)	Â (6)	04/26/2022	Existing Class B Common Stock (3)	410,000	\$ 4	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Levie Aaron 4440 EL CAMINO REAL LOS ALTOS, CA 94022	Â X	Â X	Â Chief Executive Officer	Â

Signatures

/s/ Peter McGoff,
Attorney-in-Fact

01/22/2015

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) The shares subject to the option are fully vested and exercisable.

(2) 1/48 of the shares subject to the option vested on February 1, 2012, and 1/48 of the shares vest monthly thereafter.

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- (3) Each share of the Issuer's existing Class B Common Stock ("Existing Class B Common Stock") is convertible into one share of the Issuer's existing Class A Common Stock ("Existing Class A Common Stock") upon the election of the Issuer and has no expiration date.
- (4) 1/48 of the shares subject to the option vested on February 1, 2013, and 1/48 of the shares vest monthly thereafter.
- (5) 1/48 of the shares subject to the option vested on February 1, 2014, and 1/48 of the shares vest monthly thereafter.
- (6) 1/48 of the shares subject to the option vest on February 1, 2015, and 1/48 of the shares vest monthly thereafter.

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Remarks:

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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