

GOGUEN MICHAEL L
Form 4
February 28, 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 *
GOGUEN MICHAEL L

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

C/O SEQUOIA CAPITAL, 3000 SAND HILL ROAD, 4-250

02/26/2013

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person
 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 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 | 02/26/2013 | | J(1) | | 69,277 | D | (1) 392,572 | By Sequoia Capital IX, LP (2) |
| Common Stock | 02/27/2013 | | J(1) | | 69,277 | D | (1) 323,295 | By Sequoia Capital IX, LP (2) |
| Common Stock | 02/26/2013 | | J(1) | | 2,886 | D | (1) 16,357 | By Sequoia Capital Entrepreneurs Annex Fund, LP (3) |

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| | | | | | | | | |
|--------------|------------|-------------------------|-----------|---|----------|-----------|---|--|
| Common Stock | 02/27/2013 | <u>J</u> ⁽¹⁾ | 2,886 | D | <u>U</u> | 13,471 | I | By Sequoia Capital Entrepreneurs Annex Fund, LP ⁽³⁾ |
| Common Stock | 02/26/2013 | <u>J</u> ⁽¹⁾ | 270,127 | D | <u>U</u> | 1,530,717 | I | By Sequoia Capital Franchise Fund, LP ⁽⁴⁾ |
| Common Stock | 02/27/2013 | <u>J</u> ⁽¹⁾ | 270,127 | D | <u>U</u> | 1,260,590 | I | By Sequoia Capital Franchise Fund, LP ⁽⁴⁾ |
| Common Stock | 02/26/2013 | <u>J</u> ⁽¹⁾ | 36,835 | D | <u>U</u> | 208,734 | I | Sequoia Capital Franchise Partners, LP ⁽⁵⁾ |
| Common Stock | 02/27/2013 | <u>J</u> ⁽¹⁾ | 36,835 | D | <u>U</u> | 171,899 | I | By Sequoia Capital Franchise Partners, LP ⁽⁵⁾ |
| Common Stock | 02/26/2013 | <u>J</u> ⁽¹⁾ | 1,031,295 | D | <u>U</u> | 5,844,007 | I | By Sequoia Capital X, LP ⁽⁶⁾ |
| Common Stock | 02/27/2013 | <u>J</u> ⁽¹⁾ | 1,031,295 | D | <u>U</u> | 4,812,712 | I | By Sequoia Capital X, LP ⁽⁶⁾ |
| Common Stock | 02/26/2013 | <u>J</u> ⁽¹⁾ | 148,545 | D | <u>U</u> | 841,756 | I | By Sequoia Technology Partners X, LP ⁽⁷⁾ |
| Common Stock | 02/27/2013 | <u>J</u> ⁽¹⁾ | 148,545 | D | <u>U</u> | 693,211 | I | By Sequoia Technology Partners X, LP ⁽⁷⁾ |
| Common Stock | 02/26/2013 | <u>J</u> ⁽¹⁾ | 91,950 | D | <u>U</u> | 521,053 | I | By Sequoia Capital X Principals Fund, LLC ⁽⁸⁾ |
| Common Stock | 02/27/2013 | <u>J</u> ⁽¹⁾ | 91,950 | D | <u>U</u> | 429,103 | I | By Sequoia Capital X Principals Fund, LLC ⁽⁸⁾ |

| | | | | | | | | |
|--------------|------------|------------------|--------|---|---|---------|---|---|
| Common Stock | 02/26/2013 | J ⁽⁹⁾ | 84,305 | A | Ⓛ | 84,305 | I | By Michael L. Goguen, Trustee of the Michael L. Goguen Trust dated March 28, 2003 ⁽¹⁰⁾ |
| Common Stock | 02/27/2013 | J ⁽⁹⁾ | 84,305 | A | Ⓛ | 168,610 | I | By Michael L. Goguen, Trustee of the Michael L. Goguen Trust dated March 28, 2003 ⁽¹⁰⁾ |

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

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(9-02)

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GOGUEN MICHAEL L C/O SEQUOIA CAPITAL 3000 SAND HILL ROAD, 4-250 MENLO PARK, CA 94025 | X | X | | |

Signatures

Melinda Dunn, by power of attorney for Michael
Goguen

02/28/2013

__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) Represents a pro rata in-kind distribution of Common Stock of the Issuer to partners or members and includes subsequent distributions by general partners or managing members to their respective partners or members.
- The reporting person is a Managing Member of SC IX.I Management, LLC ("SC IX.I Management"), the General Partner of Sequoia Capital IX, LP ("SC IX"), and may be deemed to share voting and dispositive power with respect to the shares held by SC IX. The
- (2) reporting person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- The reporting person is a Managing Member of SC IX.I Management, the General Partner of Sequoia Capital Entrepreneurs Annex Fund, LP ("SC Annex"), and may be deemed to share voting and dispositive power with respect to the shares held by SC Annex. The
- (3) reporting person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- The reporting person is a Managing Member of SCFF Management, LLC ("SCFF LLC"), the General Partner of Sequoia Capital Franchise Fund, LP ("SCFF"), and may be deemed to share voting and dispositive power with respect to the shares held by SCFF. The
- (4) reporting person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- The reporting person is a Managing Member of SCFF LLC, the General Partner of Sequoia Capital Franchise Partners, LP ("SCFP"), and may be deemed to share voting and dispositive power with respect to the shares held by SCFP. The reporting person disclaims
- (5) beneficial ownership of such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- The reporting person is a Managing Member of SC X Management LLC ("SC X Management"), the General Partner of Sequoia Capital X, LP ("SC X"), and may be deemed to share voting and dispositive power with respect to the shares held by SC X. The reporting
- (6) person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- The reporting person is a Managing Member of SC X Management, the General Partner of Sequoia Technology Partners X, LP ("STP X"), and may be deemed to share voting and dispositive power with respect to the shares held by STP X. The reporting person disclaims
- (7) beneficial ownership of such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- The reporting person is a Managing Member of SC X Management, the Managing Member of Sequoia Capital X Principals Fund, LLC ("SC X PF"), and may be deemed to share voting and dispositive power with respect to the shares held by SC X PF. The reporting
- (8) person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- Represents the receipt of shares of Common Stock of the Issuer by virtue of the pro rata in-kind distributions described in footnotes (2),
- (9) (3), (4), (5), (6), (7) and (8) above as follows: (i) 51,190 shares from SC X; (ii) 7,421 shares from SC X PF; (iii) 7,547 shares from STP X; (iv) 15,639 shares from SCFF; (v) 1,830 shares from SCFP; (vi) 6 shares from SC Annex; and (vii) 672 shares from SC IX.
- Shares held by the Michael L. Goguen Trust dated March 28, 2003, for which the Reporting serves as trustee. The reporting person may be deemed to beneficially own the shares held by the Michael L. Goguen Trust dated March 28, 2003. The Reporting Person disclaims
- (10) beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these securities on this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the reported securities for purposes of Section 16 or for any other purpose.

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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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