

Presidio Management Group IX, L.L.C.

Form 4

November 13, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Presidio Management Group IX,
L.L.C.

(Last) (First) (Middle)

1460 EL CAMINO REAL, SUITE
100

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

INTERMOLECULAR INC [IMI]

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

11/08/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
____X____ 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 Beneficial Ownership (Instr. 4)
Common Stock, \$0.001 per share	11/08/2018		J ⁽¹⁾	4,280,779 D <u>1</u>	0	I	Directly owned by USVP IX ⁽²⁾
Common Stock, \$0.001 per share	11/08/2018		J ⁽¹⁾	856,155 A <u>1</u>	856,155	D	
Common Stock, \$0.001 per share	11/08/2018		J ⁽¹⁾	856,155 D <u>1</u>	0	D	

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Common Stock, \$0.001 per share	11/08/2018	J ⁽¹⁾	102,093	A	<u>(1)</u>	102,093	I	Directly owned by Steven Krausz ⁽²⁾
Common Stock, \$0.001 per share	11/12/2018	S	2,100	D	\$ 0.9556 ⁽³⁾	99,993	I	Directly owned by Steven Krausz ⁽²⁾
Common Stock, \$0.001 per share	11/13/2018	S	2,400	D	\$ 0.95	97,593	I	Directly owned by Steven Krausz ⁽²⁾
Common Stock, \$0.001 per share	11/08/2018	J ⁽¹⁾	69,609	A	<u>(1)</u>	69,609	I	Directly owned by David Liddle ⁽²⁾
Common Stock, \$0.001 per share	11/08/2018	J ⁽¹⁾	60,408	A	<u>(1)</u>	60,408	I	Directly owned by Paul Matteucci ⁽²⁾
Common Stock, \$0.001 per share	11/08/2018	J ⁽¹⁾	85,851	A	<u>(1)</u>	85,851	I	Directly owned by Jonathan Root ⁽²⁾
Common Stock, \$0.001 per share	11/08/2018	J ⁽¹⁾	60,336	A	<u>(1)</u>	60,336	I	Directly owned by Casey Tansey ⁽²⁾
Common Stock, \$0.001 per share	11/08/2018	J ⁽¹⁾	82,370	A	<u>(1)</u>	82,370	I	Directly owned by Philip Young ⁽²⁾

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned
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Derivative Security	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 3 and 4)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Presidio Management Group IX, L.L.C. 1460 EL CAMINO REAL, SUITE 100 MENLO PARK, CA 94025		X		
U S Venture Partners IX L P 1460 EL CAMINO REAL, SUITE 100 MENLO PARK, CA 94025		X		
KRAUSZ STEVEN M 1460 EL CAMINO REAL, SUITE 100 MENLO PARK, CA 94025		X		
LIDDLE DAVID E 1460 EL CAMINO REAL, SUITE 100 MENLO PARK, CA 94025		X		
Matteucci Paul A 1460 EL CAMINO REAL, SUITE 100 MENLO PARK, CA 94025		X		
ROOT JONATHAN D 1460 EL CAMINO REAL, SUITE 100 MENLO PARK, CA 94025		X		
Tansey Casey M 1460 EL CAMINO REAL, SUITE 100 MENLO PARK, CA 94025		X		
YOUNG PHILIP M 1460 EL CAMINO REAL, SUITE 100 MENLO PARK, CA 94025		X		

Signatures

Dale Holladay - Attorney in Fact for each reporting person

11/13/2018

__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 by U.S. Venture Partners IX, L.P. ("USVP IX"), without additional consideration, to its partners.

This report is one of two reports each on a separate Form 4; however, these forms are related to the same transaction being filed by the reporting persons. The shares are held of record by USVP IX. Presidio Management Group IX, LLC ("PMG IX") is the general partner of USVP IX and may be deemed to have sole voting and dispositive power over the shares held by USVP IX. Irwin Federman, a director of the Issuer, and each of Steven M. Krausz, David E. Liddle, Paul A. Matteucci, Jonathan D. Root, Casey Tansey, and Philip M. Young, are managing members of PMG IX, and may be deemed to share voting and dispositive power over the shares held by USVP IX. Such persons and entities disclaim beneficial ownership of shares held by USVP IX, except to the extent of any proportionate pecuniary interest therein.

- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$.95 to \$.96, inclusive for sales made on November 12, 2018. The reporting persons undertake to provide the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.

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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