Edgar Filing: SBTV V LLC - Form 4

SBTV V LLC

Form 4												
September 2	23, 2005											
FORM			GEOU				NCEC		-	PPROVAL		
	UNITED	SIAIES		shington			INGE CO	OMMISSION	OMB Number:	3235-0287		
Check this box					, 2001 20	Expires:	January 31,					
if no lon subject t Section Form 4 d	SIAIEN 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated a burden hou response	rs per		
may con	Form 5 obligations may continue. See Instruction 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									0.0		
(Print or Type	Responses)											
MOBIUS TECHNOLOGY Symbol				er Name an e				5. Relationship of Reporting Person(s) to Issuer				
(Last)		Middle)		of Earliest T	_		1	(Check	c all applicable	;)		
			/Day/Year) 2005				Director Officer (give t below)	Officer (give title Other (specify				
				endment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Month PALO ALTO, CA 94306					Form filed					One Reporting Person More than One Reporting		
	IO, CA 94500						:	Person				
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	ities Acqu	ired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deen Executior any (Month/D	Date, if	Code (Instr. 8)	4. Securit oror Dispos (Instr. 3, 4 Amount	ed of ((D)	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, par value \$0.01 per share	09/21/2005			S	57,100	D	\$ 2.7268	5,296,233 <u>(1)</u>	$I \xrightarrow{(2)} (3) \xrightarrow{(4)}$	See footnotes (2) (3) (4) (5)		
Common Stock, par value \$0.01 per share	09/22/2005			S	12,571	D	\$ 2.695	5,283,662 <u>(1)</u>	I (2) (3) (4) (5) (5)	See footnotes (2) (3) (4) (5)		

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. onNumber	6. Date Exerce Expiration Da		7. Titl Amou		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Monur Day) Tear)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/ e		Under Securi	lying	Security (Instr. 5)	Secur Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
MOBIUS TECHNOLOGY VENTURES VI LP TWO PALO ALTO SQ SUITE 500 3000 EL CAMINO REAL PALO ALTO, CA 94306		Х					
MOBIUS TECHNOLOGY VENTURES SIDE FUND VI L P TWO PALO ALTO SQ SUITE 500 3000 EL CAMINO REAL PALO ALTO, CA 94306		Х					
MOBIUS TECHNOLOGY VENTURES ADVISORS FUND VI L P TWO PALO ALTO SQ SUITE 500 3000 EL CAMINO REAL PALO ALTO, CA 94306		Х					
SOFTBANK U S VENTURES VI L P TWO PALO ALTO SQ SUITE 500 3000 EL CAMINO REAL PALO ALTO, CA 94306		Х					
MOBIUS VI LLC TWO PALO ALTO SQ SUITE 500 3000 EL CAMINO REAL PALO ALTO, CA 94306		Х					

SOFTBANK TECHNOLOGY VENTURES V LP TWO PALO ALTO SQ SUITE 500 3000 EL CAMINO REAL PALO ALTO, CA 94306					
SOFTBANK TECHNOLOGY VENTURES AD TWO PALO ALTO SQ SUITE 500 3000 EL CAMINO REAL PALO ALTO, CA 94306	VISORS FUND V LP	X			
SOFTBANK Technology Entrepreneurs Fund V TWO PALO ALTO SQ SUITE 500 3000 EL CAMINO REAL PALO ALTO, CA 94306	′, L.P.	X			
SBTV V LLC TWO PALO ALTO SQ SUITE 500 3000 EL CAMINO REAL PALO ALTO, CA 94306		X			
Signatures					
/s/ Jason A. Mendelson as Attorney-in-Fact	09/23/2005				

**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) The reporting person is a member of a Section 13(d) group that owns more than 10% of the issuer's outstanding common stock.

These shares are owned directly by the following entities: (i) 1,210,582 shares held by Mobius Technology Ventures VI, L.P. ("MTV"); (ii) 47,164 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors Fund VI, L.P. ("MTAF"); (iii) 49,505 shares held by Mobius Technology Ventures Advisors

(2) Technology Ventures Side Fund VI, L.P. ("MTSF"); (iv) 1,298,387 shares held by SOFTBANK US Ventures VI, L.P. ("SUSV"); (v) 2,562,745 shares held by SOFTBANK Technology Ventures V, L.P. ("STV"); (vi) 69,216 shares held by SOFTBANK Technology Advisors Fund V, L.P. ("STAF"), and (vii) 46,063 shares held by SOFTBANK Technology Entrepreneurs Fund V, L.P. ("STEF").

Mobius VI LLC ("Mobius"), as general partner of MTV, MTAF, MTSF and SUSV (the "Mobius VI Funds"), has an indirect interest in 2,605,638 of these shares. Mobius disclaims beneficial ownership with respect to all shares held of record by the Mobius VI Funds and the SBTV V Funds (as defined below), except, or as applicable, to the extent of its pecuniary interest therein. SBTV V LLC ("SBTV V"),

(3) the SBTV V Funds (as defined below), except, of as applicable, to the extent of its peculiary interest therein. SBTV V ELC (SBTV V), as general partner of STV, STAF and STEF (the "SBTV V Funds"), has an indirect interest in 2,678,024 of these shares. SBTV V disclaims beneficial ownership with respect to all shares held of record by the Mobius VI Funds, except, or as applicable, to the extent of its peculiary interest therein.

Bradley A. Feld ("BAF"), D. Rex Golding ("DRG"), and Jo Ann Heidi Roizen ("JR") are managing members of (i) Mobius, the general partner of each of the Mobius VI Funds, and (ii) SBTV V, the general partner of each of the SBTV V Funds, BAF, DRG, and JR disclaim beneficial ownership with respect to all of the 5,283,662 shares held of record by the Mobius VI Funds and the SBTV V Funds

except, or as applicable to the extent of their pecuniary interests in the Mobius VI Funds and the SBTV V Funds. Greg P. Galanos ("GPG") is a managing member of Mobius, the general partner of each of the Mobius VI Funds. GPG disclaims

(5) beneficial ownership with respect to all of the 2,605,638 shares held of record by the Mobius VI Funds except, or as applicable, to the extent of his pecuniary interests in the Mobius VI Funds. GPG disclaims all beneficial ownership and pecuniary interest with respect to

the 2,678,024 shares held of record by the SBTV V Funds.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.