

INSTRUCTURE INC
Form SC 13G
February 09, 2016

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Instructure, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

45781U103

(CUSIP Number)

December 31, 2015

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	NAME OF REPORTING PERSON
	Insight Venture Partners VIII, L.P.
	CHECK THE APPROPRIATE BOX
	IF A MEMBER OF A GROUP*
2	(a)
	(b)
	SEC USE ONLY
3	
	CITIZENSHIP OR PLACE OF
4	ORGANIZATION
	Cayman Islands
	SOLE VOTING POWER
5	
NUMBER OF	805,433
SHARES	SHARED VOTING POWER
BENEFICIALLY	6
OWNED BY	0
EACH	SOLE DISPOSITIVE POWER
REPORTING	7
PERSON	805,433
WITH:	SHARED DISPOSITIVE POWER
	8
	0
	AGGREGATE AMOUNT
	BENEFICIALLY OWNED BY
9	EACH REPORTING PERSON
	805,433
	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
10	(9) EXCLUDES CERTAIN
	SHARES*
	N/A
	PERCENT OF CLASS
	REPRESENTED BY AMOUNT IN
11	ROW 9
	3.0%
12	TYPE OF REPORTING PERSON*

PN

2

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	NAME OF REPORTING PERSON
1	Insight Venture Partners (Cayman) VIII, L.P.
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) (b)
	SEC USE ONLY
3	
	CITIZENSHIP OR PLACE OF ORGANIZATION
4	Cayman Islands
	SOLE VOTING POWER
5	
NUMBER OF	208,341
SHARES	SHARED VOTING POWER
BENEFICIALLY	6
OWNED BY	0
EACH	SOLE DISPOSITIVE POWER
REPORTING	7
PERSON	208,341
WITH:	SHARED DISPOSITIVE POWER
	8
	0
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9	
	208,341
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
10	
	N/A
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
11	
	0.8%

TYPE OF REPORTING PERSON*

12

PN

3

CUSIP No. 45781U103 13G Page 4 of 18 Pages

	NAME OF REPORTING PERSON
1	Insight Venture Partners (Delaware) VIII, L.P.
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) (b)
	SEC USE ONLY
3	
	CITIZENSHIP OR PLACE OF ORGANIZATION
4	Delaware
	SOLE VOTING POWER
5	
NUMBER OF	255,458
SHARES	SHARED VOTING POWER
BENEFICIALLY	6
OWNED BY	0
EACH	SOLE DISPOSITIVE POWER
REPORTING	7
PERSON	255,458
WITH:	SHARED DISPOSITIVE POWER
	8
	0
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9	
	255,458
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
10	
	N/A
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
11	
	1.0%

TYPE OF REPORTING PERSON*

12

PN

4

CUSIP No. 45781U103 13G Page 5 of 18 Pages

	NAME OF REPORTING PERSON
1	Insight Venture Partners VIII (Co-Investors), L.P.
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) (b)
	SEC USE ONLY
3	
	CITIZENSHIP OR PLACE OF ORGANIZATION
4	Cayman Islands
	SOLE VOTING POWER
5	
NUMBER OF	28,743
SHARES	SHARED VOTING POWER
BENEFICIALLY	6
OWNED BY	0
EACH	SOLE DISPOSITIVE POWER
REPORTING	7
PERSON	28,743
WITH:	SHARED DISPOSITIVE POWER
	8
	0
	AGGREGATE AMOUNT
9	BENEFICIALLY OWNED BY EACH REPORTING PERSON
	28,743
	CHECK BOX IF THE
10	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
	N/A
	PERCENT OF CLASS
11	REPRESENTED BY AMOUNT IN ROW 9
	0.1%

TYPE OF REPORTING PERSON*

12

PN

5

CUSIP No. 45781U103 13G Page 6 of 18 Pages

	NAME OF REPORTING PERSON
1	Insight Venture Partners Coinvestment Fund III, L.P.
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) (b)
	SEC USE ONLY
3	
	CITIZENSHIP OR PLACE OF ORGANIZATION
4	Cayman Islands
	SOLE VOTING POWER
5	
NUMBER OF	753,005
SHARES	SHARED VOTING POWER
BENEFICIALLY	6
OWNED BY	0
EACH	SOLE DISPOSITIVE POWER
REPORTING	7
PERSON	753,005
WITH:	SHARED DISPOSITIVE POWER
	8
	0
	AGGREGATE AMOUNT
9	BENEFICIALLY OWNED BY EACH REPORTING PERSON
	753,005
	CHECK BOX IF THE
10	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
	N/A
	PERCENT OF CLASS
11	REPRESENTED BY AMOUNT IN ROW 9
	2.8%

TYPE OF REPORTING PERSON*

12

PN

6

CUSIP No. 45781U103 13G Page 7 of 18 Pages

	NAME OF REPORTING PERSON
1	Insight Venture Partners Coinvestment Fund (Delaware) III, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) (b)
	SEC USE ONLY
3	
	CITIZENSHIP OR PLACE OF ORGANIZATION
4	Delaware
	SOLE VOTING POWER
5	
NUMBER OF	544,972
SHARES	SHARED VOTING POWER
BENEFICIALLY	6
OWNED BY	0
EACH	SOLE DISPOSITIVE POWER
REPORTING	7
PERSON	544,972
WITH:	SHARED DISPOSITIVE POWER
	8
	0
	AGGREGATE AMOUNT
	BENEFICIALLY OWNED BY
9	EACH REPORTING PERSON
	544,972
	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
10	(9) EXCLUDES CERTAIN SHARES*
	N/A
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.1%
TYPE OF REPORTING PERSON*

12

PN

7

CUSIP No. 45781U103 13G Page 8 of 18 Pages

1	NAME OF REPORTING PERSON
	Insight Venture Associates VIII, L.P.
	CHECK THE APPROPRIATE BOX
	IF A MEMBER OF A GROUP*
2	(a)
	(b)
	SEC USE ONLY
3	
	CITIZENSHIP OR PLACE OF
4	ORGANIZATION
	Cayman Islands
	SOLE VOTING POWER
5	
NUMBER OF	0
SHARES	SHARED VOTING POWER
BENEFICIALLY	6
OWNED BY	1,297,975
EACH	SOLE DISPOSITIVE POWER
REPORTING	7
PERSON	0
WITH:	SHARED DISPOSITIVE POWER
	8
	1,297,975
	AGGREGATE AMOUNT
9	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	1,297,975
	CHECK BOX IF THE
10	AGGREGATE AMOUNT IN ROW
	(9) EXCLUDES CERTAIN
	SHARES*
	N/A
	PERCENT OF CLASS
11	REPRESENTED BY AMOUNT IN
	ROW 9
	4.9%
12	TYPE OF REPORTING PERSON*

PN

8

CUSIP No. 45781U103 13G Page 9 of 18 Pages

	NAME OF REPORTING PERSON
1	
	Insight Venture Associates VIII, Ltd.
	CHECK THE APPROPRIATE BOX
	IF A MEMBER OF A GROUP*
2	(a)
	(b)
	SEC USE ONLY
3	
	CITIZENSHIP OR PLACE OF
4	ORGANIZATION
	Cayman Islands
	SOLE VOTING POWER
5	
NUMBER OF	0
SHARES	SHARED VOTING POWER
BENEFICIALLY	6
OWNED BY	1,297,975
EACH	SOLE DISPOSITIVE POWER
REPORTING	7
PERSON	0
WITH:	SHARED DISPOSITIVE POWER
	8
	1,297,975
	AGGREGATE AMOUNT
9	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	1,297,975
	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
10	(9) EXCLUDES CERTAIN
	SHARES*
	N/A
	PERCENT OF CLASS
11	REPRESENTED BY AMOUNT IN
	ROW 9
	4.9%
12	TYPE OF REPORTING PERSON*

CO

9

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	NAME OF REPORTING PERSON
1	Insight Venture Associates Coinvestment III, L.P.
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2	(a) (b)
	SEC USE ONLY
3	
	CITIZENSHIP OR PLACE OF ORGANIZATION
4	Cayman Islands
	SOLE VOTING POWER
5	
NUMBER OF	0
SHARES	SHARED VOTING POWER
BENEFICIALLY	6
OWNED BY	1,297,977
EACH	SOLE DISPOSITIVE POWER
REPORTING	7
PERSON	0
WITH:	SHARED DISPOSITIVE POWER
	8
	1,297,977
	AGGREGATE AMOUNT
9	BENEFICIALLY OWNED BY EACH REPORTING PERSON
	1,297,977
	CHECK BOX IF THE
10	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
	N/A
	PERCENT OF CLASS
11	REPRESENTED BY AMOUNT IN ROW 9