

CVENT INC
Form 4
August 14, 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 *
Insight Venture Partners VII, L.P.

2. Issuer Name and Ticker or Trading Symbol
CVENT INC [CVT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
680 FIFTH AVENUE, 8TH FLOOR,

3. Date of Earliest Transaction (Month/Day/Year)
08/14/2013

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

(Street)
NEW YORK, NY 10019

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

(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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-------|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock | 08/14/2013 | | C | | 5,705,024 | A | Ⓣ 5,705,024 | D (2) |
| Common Stock | 08/14/2013 | | C | | 2,511,472 | A | Ⓣ 2,511,472 | D (2) |
| Common Stock | 08/14/2013 | | C | | 132,047 | A | Ⓣ 132,047 | D (2) |
| Common Stock | 08/14/2013 | | C | | 360,860 | A | Ⓣ 360,860 | D (2) |
| Common Stock | 08/14/2013 | | C | | 8,709,403 | A | Ⓣ 8,709,403 | I |

See Footnote (2)

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

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SEC 1474
(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 | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|------------------------------------|-----------------|--|-----------------|---|
| | | | | | Acquired (A) | Disposed of (D) | Date Exercisable | Expiration Date | |
| Series A Preferred Stock | (1) | 08/14/2013 | | C | V | (A) 5,705,024 | (D) | (1) (1) | Common Stock 5,705,024 |
| Series A Preferred Stock | (1) | 08/14/2013 | | C | V | (A) 2,511,472 | (D) | (1) (1) | Common Stock 2,511,472 |
| Series A Preferred Stock | (1) | 08/14/2013 | | C | V | (A) 132,047 | (D) | (1) (1) | Common Stock 132,047 |
| Series A Preferred Stock | (1) | 08/14/2013 | | C | V | (A) 360,860 | (D) | (1) (1) | Common Stock 360,860 |
| Series A Preferred Stock | (1) | 08/14/2013 | | C | V | (A) 8,709,403 | (D) | (1) (1) | Common Stock 8,709,403 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Insight Venture Partners VII, L.P. 680 FIFTH AVENUE, 8TH FLOOR NEW YORK, NY 10019 | | X | | |
| Insight Venture Partners (Cayman) VII, L.P. 680 FIFTH AVENUE 8TH FLOOR NEW YORK, NY 10019 | | X | | |
| Insight Venture Partners VII (Co-Investors), L.P. | | X | | |

680 FIFTH AVENUE
8TH FLOOR
NEW YORK, NY 10019

Insight Venture Partners (Delaware) VII, L.P.

680 FIFTH AVENUE
8TH FLOOR
NEW YORK, NY 10019

X

Insight Venture Associates VII, Ltd.

680 FIFTH AVENUE
8TH FLOOR
NEW YORK, NY 10019

X

Insight Venture Associates VII, L.P.

680 FIFTH AVENUE
8TH FLOOR
NEW YORK, NY 10019

X

Insight Holdings Group, LLC

680 FIFTH AVENUE
8TH FLOOR
NEW YORK, NY 10019

X

Signatures

By: Insight Venture Associates VII, L.P., its general partner, By: Insight Venture Associates VII, Ltd., its general partner, By: /s/ Blair M. Flicker

08/14/2013

__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) The Series A Preferred Stock automatically converted into common stock of the Issuer on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering of common stock on August 14, 2013, for no additional consideration and had no expiration date.
- (2) See Exhibit 99.1.

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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