

LEVIN DANIEL J
Form 4
June 18, 2018

FORM 4

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

OMB APPROVAL

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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 *
LEVIN DANIEL J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
900 JEFFERSON AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/14/2018

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

REDWOOD CITY, CA 94063

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

(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)
Class A Common Stock	06/14/2018		C	658,600	A 658,600	I	See footnote (2)
Class A Common Stock	06/15/2018		S ⁽³⁾	78,344	D \$ 26.55 580,256	I	See footnote (2)
Class A Common Stock	06/15/2018		S ⁽³⁾	1,656	D \$ 26.86 578,600	I	See footnote (2)
Class A Common Stock					5,790	D	

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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 Security (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	Expiration Date	
Class B Common Stock	<u>(1)</u>	06/14/2018		C		658,600		<u>(1)</u>	<u>(1)</u>	Class A Common Stock
Employee Stock Option (right to buy)	\$ 4.63	06/14/2018		<u>J(6)</u>		300,000		<u>(7)</u>	04/18/2023	Class B Common Stock
Employee Stock Option (right to buy)	\$ 4.63	06/14/2018		<u>J(6)</u>	300,000			<u>(7)</u>	04/18/2023	Class A Common Stock
Employee Stock Option (right to buy)	\$ 4.63	06/14/2018		<u>J(6)</u>		300,000		<u>(8)</u>	04/18/2023	Class B Common Stock
Employee Stock Option (right to buy)	\$ 4.63	06/14/2018		<u>J(6)</u>	300,000			<u>(8)</u>	04/18/2023	Class A Common Stock
Employee Stock Option (right to buy)	\$ 17.85	06/14/2018		<u>J(6)</u>		300,000		<u>(9)</u>	04/02/2024	Class B Common Stock
Employee Stock Option	\$ 17.85	06/14/2018		<u>J(6)</u>	300,000			<u>(9)</u>	04/02/2024	Class A Common Stock

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(9) 1/4 of the shares subject to the option vest on February 1, 2015, and 1/48 of the shares vest monthly thereafter.

(10) 1/4 of the shares subject to the option vest on March 20, 2016, and 1/48 of the shares vest monthly thereafter.

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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