

HIRERIGHT INC
Form 4
August 14, 2007

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 *
MOCK LAWRENCE E, JR.

(Last) (First) (Middle)

ONE BUCKHEAD PLAZA, 3060
PEACHTREE ROAD, SUITE 780

(Street)

ATLANTA, GA 30305

(City) (State) (Zip)

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

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

08/13/2007

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) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------|---|-------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 08/13/2007 | | C | | 1,201,675 | A | \$ 0 ⁽¹⁾ | 1,201,675 | I | By NCP-1, L.P. ⁽³⁾ |
| Common Stock | 08/13/2007 | | C | | 1,101,313 | A | \$ 0 ⁽²⁾ | 2,302,988 | I | By NCP-1, L.P. ⁽³⁾ |
| Common Stock | 08/13/2007 | | S | | 420,065 | D | \$ 13.95 | 1,882,923 | I | By NCP-1, L.P. ⁽³⁾ |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|--|---------------|--|-----------------|---|----------------------------|----------|
| | | | | | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Series C Preferred Stock | (1) | 08/13/2007 | | C | V | (A) 3,880,750 | (D) | (1) | (1) | Common Stock | 1,201,67 |
| Series E Preferred Stock | (2) | 08/13/2007 | | C | V | (A) 4,955,912 | (D) | (2) | (2) | Common Stock | 1,101,31 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MOCK LAWRENCE E, JR. ONE BUCKHEAD PLAZA 3060 PEACHTREE ROAD, SUITE 780 ATLANTA, GA 30305 | | X | | |
| MV-I GP, LLC ONE BUCKHEAD PLAZA 3060 PEACHTREE ROAD, SUITE 780 ATLANTA, GA 30305 | | X | | |
| NAVIGATION CAPITAL PARTNERS III, L.P. ONE BUCKHEAD PLAZA 3060 PEACHTREE ROAD, SUITE 780 ATLANTA, GA 30305 | | X | | |
| NCP GENERAL PARTNER III, LLC ONE BUCKHEAD PLAZA 3060 PEACHTREE ROAD, SUITE 780 ATLANTA, GA 30305 | | X | | |
| NCP-1, L.P. 3060 PEACHTREE ROAD SUITE 780 | | X | | |

ATLANTA, GA 30305

RICHARDSON JOHN S.
 ONE BUCKHEAD PLAZA
 3060 PEACHTREE ROAD, SUITE 780
 ATLANTA, GA 30305

X

Signatures

| | |
|--|------------|
| /s/ Jason R. Wisniewski, as Attorney in Fact for Lawrence E. Mock, Jr. | 08/14/2007 |
| __Signature of Reporting Person | Date |
| /s/ Jason R. Wisniewski, as Attorney in Fact for MV-I GP, LLC | 08/14/2007 |
| __Signature of Reporting Person | Date |
| /s/ Jason R. Wisniewski, as Attorney in Fact for Navigation Capital Partners III, L.P. | 08/14/2007 |
| __Signature of Reporting Person | Date |
| /s/ Jason R. Wisniewski, as Attorney in Fact for NCP General Partner III, LLC | 08/14/2007 |
| __Signature of Reporting Person | Date |
| /s/ Jason R. Wisniewski, as Attorney in Fact for NCP-1, L.P. | 08/14/2007 |
| __Signature of Reporting Person | Date |
| /s/ Jason R. Wisniewski, as Attorney in Fact for John S. Richardson | 08/14/2007 |
| __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 C Preferred Stock converted into HireRight, Inc. common stock and has no expiration date.
- (2) The Series E Preferred Stock converted into HireRight, Inc. common stock and has no expiration date.

The reported securities are owned directly by NCP-1, L.P. The general partner of NCP-1, L.P. is MV-1 GP, LLC, whose sole member is Navigation Capital Partners III, L.P., whose general partner is NCP General Partner III, LLC. Messrs. John Richardson and Lawrence E.

- (3) Mock, Jr. are the sole members and managers of NCP General Partner III, LLC. These other entities and individuals may be deemed to be indirect beneficial owners of the securities owned directly by NCP-1, L.P. Such other entities and individuals expressly disclaim such beneficial ownership, except to the extent of their pecuniary interest therein.

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.