

Banahan Thomas
Form 4
April 27, 2012

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Banahan Thomas

(Last) (First) (Middle)

C/O INFOBLOX INC., 4750
PATRICK HENRY DR.

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
INFOBLOX INC [BLOX]

3. Date of Earliest Transaction
(Month/Day/Year)
04/25/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ 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	04/25/2012		C		385,610	A	<u>11</u> 474,100
							I By Tenaya Capital IV, L.P. <u>(2)</u>
Common Stock	04/25/2012		C		368,650	A	<u>11</u> 472,395
							I By Tenaya Capital IV-C, L.P. <u>(3)</u>
Common Stock	04/25/2012		C		384,172	A	<u>11</u> 492,286
							I By Tenaya Capital IV-P, L.P. <u>(4)</u>

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Common Stock	04/25/2012	C	461,851	A	<u>(5)</u>	935,951	I	By Tenaya Capital IV, L.P. <u>(2)</u>
Common Stock	04/25/2012	C	624,914	A	<u>(5)</u>	1,097,309	I	By Tenaya Capital IV-C, L.P. <u>(3)</u>
Common Stock	04/25/2012	C	651,226	A	<u>(5)</u>	1,143,512	I	By Tenaya Capital IV-P, L.P. <u>(4)</u>

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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Series D Convertible Preferred Stock	<u>(1)</u>	04/25/2012		C	1,156,831 <u>(1)</u>	<u>(1)</u> <u>(1)</u>	Common Stock 385,61
Series D Convertible Preferred Stock	<u>(1)</u>	04/25/2012		C	1,105,950 <u>(1)</u>	<u>(1)</u> <u>(1)</u>	Common Stock 368,65
Series D Convertible Preferred Stock	<u>(1)</u>	04/25/2012		C	1,152,516 <u>(1)</u>	<u>(1)</u> <u>(1)</u>	Common Stock 384,17
Series E Convertible Preferred	<u>(5)</u>	04/25/2012		C	1,385,555 <u>(5)</u>	<u>(5)</u> <u>(5)</u>	Common Stock 461,85

Stock

Series E Convertible Preferred Stock	(5)	04/25/2012	C	1,874,744 (5)	(5)	(5)	Common Stock	624,91
Series E Convertible Preferred Stock	(5)	04/25/2012	C	1,953,680 (5)	(5)	(5)	Common Stock	651,22

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Banahan Thomas C/O INFOBLOX INC. 4750 PATRICK HENRY DR. SANTA CLARA, CA 95054		X		

Signatures

/s/ Robert Horton as attorney-in-fact for Thomas
Banahan

04/27/2012

__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) Each share of the issuer's Series D Convertible Preferred Stock automatically converted into 1/3 share of the issuer's Common Stock on April 25, 2012 pursuant to an election by the holders of a majority of the shares of preferred stock of the issuer in connection with the closing of the issuer's sale of its Common Stock in its firm commitment initial underwritten public offering pursuant to a registration statement on Form S-1 under the Securities Act of 1933, as amended, and had no expiration date.

(2) The reporting person is one of the managing members of Tenaya Capital IV Annex GP, LLC, which is the general partner of Tenaya Capital IV, L.P. ("Tenaya Capital IV"), and may be deemed to share voting and dispositive power with respect to the shares held by Tenaya Capital IV. The reporting person disclaims beneficial ownership of such securities held by Tenaya Capital IV except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed to be an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

(3) The reporting person is one of the managing members of Tenaya Capital IV GP, LLC, which is the general partner of Tenaya Capital IV GP, LP, which is the general partner of Tenaya Capital IV-C, L.P. ("Tenaya Capital IV-C"), and may be deemed to share voting and dispositive power with respect to the shares held by Tenaya Capital IV-C. The reporting person disclaims beneficial ownership of the securities held by Tenaya Capital IV-C except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed to be an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

(4) The reporting person is one of the managing members of Tenaya Capital IV GP, LLC, which is the general partner of Tenaya Capital IV GP, LP, which is the general partner of Tenaya Capital IV-P, L.P. ("Tenaya Capital IV-P"), and may be deemed to share voting and dispositive power with respect to the shares held by Tenaya Capital IV-P. The reporting person disclaims beneficial ownership of the securities held by Tenaya Capital IV-P except to the extent of his pecuniary interest therein, and the inclusion of these securities in this

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report shall not be deemed to be an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

- (5) Each share of the issuer's Series E Convertible Preferred Stock automatically converted into 1/3 share of the issuer's Common Stock on April 25, 2012 pursuant to an election by the holders of a majority of the shares of preferred stock of the issuer in connection with the closing of the issuer's sale of its Common Stock in its firm commitment underwritten initial public offering pursuant to a registration statement on Form S-1 under the Securities Act of 1933, as amended, and had no expiration date.

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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