

CONTROL4 CORP
Form SC 13G
February 13, 2014

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

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No.)*

Control4 Corporation
(Name of Issuer)
Common Stock, \$0.0001 par value per share
(Title of Class of Securities)
21240D107
(CUSIP Number)
December 31, 2013
(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 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).

CUSIP No. 21240D107

13G

Page 2 of 13 Pages

1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS
(ENTITIES ONLY)

2 **Cisco Systems International B.V. (CSIBV)**
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Netherlands

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **1,689,396 (1)**
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

1,689,396 (1)
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,689,396 (1)
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.4% *

12 TYPE OF REPORTING PERSON

CO

(1) Shared with the other Reporting Persons (defined below) solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of Cisco Systems Netherlands Holdings B.V. and an indirect wholly owned subsidiary of each other Reporting Person.

* Based on 22,772,528 shares of the Issuer's Common Stock issued and outstanding as of October 25, 2013, as set forth in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission (the Commission) on November 1, 2013.

CUSIP No. 21240D107

13G

Page 3 of 13 Pages

1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS
(ENTITIES ONLY)

2 **Cisco Systems Netherlands Holdings B.V. (CSNH)**
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Netherlands

5 ☐ SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 ☐ SHARED VOTING POWER

BENEFICIALLY

OWNED BY **1,689,396 (2)**
EACH 7 ☐ SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 ☐ SHARED DISPOSITIVE POWER

WITH

1,689,396 (2)
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,689,396 (2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES "

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.4% *

12 TYPE OF REPORTING PERSON

CO

(2) Represents shares of the Issuer's Common Stock shared with the other Reporting Persons, solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of CSNH and an indirect wholly owned subsidiary of each other Reporting Person. Each of the Reporting Persons other than CSIBV disclaims beneficial ownership of the shares pursuant to Rule 13d-4.

* Based on 22,772,528 shares of the Issuer's Common Stock issued and outstanding as of October 25, 2013, as set forth in the Issuer's Quarterly Report on Form 10-Q filed with the Commission on November 1, 2013.

CUSIP No. 21240D107

13G

Page 4 of 13 Pages

1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS
(ENTITIES ONLY)

2 **Cisco Systems International SARL (CSI)**
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Switzerland

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **1,689,396 (2)**
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

1,689,396 (2)
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,689,396 (2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES "

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.4% *

12 TYPE OF REPORTING PERSON

CO

(2) Represents shares of the Issuer's Common Stock shared with the other Reporting Persons, solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of CSNH and an indirect wholly owned subsidiary of each other Reporting Person. Each of the Reporting Persons other than CSIBV disclaims beneficial ownership of the shares pursuant to Rule 13d-4.

* Based on 22,772,528 shares of the Issuer's Common Stock issued and outstanding as of October 25, 2013, as set forth in the Issuer's Quarterly Report on Form 10-Q filed with the Commission on November 1, 2013.

CUSIP No. 21240D107

13G

Page 5 of 13 Pages

1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS
(ENTITIES ONLY)

2 **Cisco Systems Global Holdings Ltd. (CSGHL)**
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **1,689,396 (2)**
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

1,689,396 (2)
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,689,396 (2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES "

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.4% *

12 TYPE OF REPORTING PERSON

CO

(2) Represents shares of the Issuer's Common Stock shared with the other Reporting Persons, solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of CSNH and an indirect wholly owned subsidiary of each other Reporting Person. Each of the Reporting Persons other than CSIBV disclaims beneficial ownership of the shares pursuant to Rule 13d-4.

* Based on 22,772,528 shares of the Issuer's Common Stock issued and outstanding as of October 25, 2013, as set forth in the Issuer's Quarterly Report on Form 10-Q filed with the Commission on November 1, 2013.

CUSIP No. 21240D107

13G

Page 6 of 13 Pages

1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS
(ENTITIES ONLY)

2 **Cisco Worldwide Holdings Ltd. (CWHL)**
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **1,689,396 (2)**
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

1,689,396 (2)
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,689,396 (2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES "

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.4% *

12 TYPE OF REPORTING PERSON

CO

(2) Represents shares of the Issuer's Common Stock shared with the other Reporting Persons, solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of CSNH and an indirect wholly owned subsidiary of each other Reporting Person. Each of the Reporting Persons other than CSIBV disclaims beneficial ownership of the shares pursuant to Rule 13d-4.

* Based on 22,772,528 shares of the Issuer's Common Stock issued and outstanding as of October 25, 2013, as set forth in the Issuer's Quarterly Report on Form 10-Q filed with the Commission on November 1, 2013.

CUSIP No. 21240D107

13G

Page 7 of 13 Pages

1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS
(ENTITIES ONLY)

Cisco Technology, Inc. (CTI)

I.R.S. Identification No. 77-0462351

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

State of California

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **1,689,396 (2)**
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

1,689,396 (2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,689,396 (2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES "

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.4% *

12 TYPE OF REPORTING PERSON

CO

(2) Represents shares of the Issuer's Common Stock shared with the other Reporting Persons, solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of CSNH and an indirect wholly owned subsidiary of each other Reporting Person. Each of the Reporting Persons other than CSIBV disclaims beneficial ownership of the shares pursuant to Rule 13d-4.

* Based on 22,772,528 shares of the Issuer's Common Stock issued and outstanding as of October 25, 2013, as set forth in the Issuer's Quarterly Report on Form 10-Q filed with the Commission on November 1, 2013.

CUSIP No. 21240D107

13G

Page 8 of 13 Pages

1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS
(ENTITIES ONLY)

Cisco Systems, Inc. (Cisco)

I.R.S. Identification No. 77-0059951

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

State of California

5 SOLE VOTING POWER

NUMBER OF

SHARES **0**
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY **1,689,396** (2)
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON **0**
8 SHARED DISPOSITIVE POWER

WITH

1,689,396 (2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,689,396 (2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES "

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.4% *

12 TYPE OF REPORTING PERSON

CO

(2) Represents shares of the Issuer's Common Stock shared with the other Reporting Persons, solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of CSNH and an indirect wholly owned subsidiary of each other Reporting Person. Each of the Reporting Persons other than CSIBV disclaims beneficial ownership of the shares pursuant to Rule 13d-4.

* Based on 22,772,528 shares of the Issuer's Common Stock issued and outstanding as of October 25, 2013, as set forth in the Issuer's Quarterly Report on Form 10-Q filed with the Commission on November 1, 2013.

CUSIP No. 21240D107

13G

Page 9 of 13 Pages

Item 1(a) Name of Issuer:

Control4 Corporation

Item 1(b) Address of Issuer's Principal Executive Offices:

11734 S. Election Road, Salt Lake City, UT 84020

Item 2(a) Name of Person Filing:

- (i) Cisco Systems International BV (*CSIBV*);
- (ii) Cisco Systems Netherlands Holdings B.V. (*CSNH*);
- (iii) Cisco Systems International SARL (*CSI*);
- (iv) Cisco Systems Global Holdings Ltd. (*CSGHL*);
- (v) Cisco Worldwide Holdings Ltd. (*CWHL*);
- (vi) Cisco Technology, Inc. (*CTI*);
- (vii) Cisco Systems, Inc. (*Cisco*).

Each of the entities (i) through (vii) above is a **Reporting Person** and collectively, the **Reporting Persons**.

Item 2(b) Address of Principal Business Office or, If None, Residence

- (i) Haarlerbergpark, Haarlerbergweg 13-19, 1101 CH, Amsterdam, Netherlands
- (ii) Haarlerbergpark, Haarlerbergweg 13-19, 1101 CH, Amsterdam, Netherlands
- (iii) Avenue des Uttins 5, Rolle, Vaud, 1180 Switzerland
- (iv) Avenue des Uttins 5, Rolle, Vaud, 1180 Switzerland
- (v) Avenue des Uttins 5, Rolle, Vaud, 1180 Switzerland
- (vi) 170 West Tasman Drive, San Jose, California 95134
- (vii) 170 West Tasman Drive, San Jose, California 95134

Item 2(c) Citizenship:

- (i) Netherlands
- (ii) Netherlands
- (iii) Switzerland

- (iv) Bermuda
- (v) Bermuda
- (vi) State of California
- (vii) State of California

Item 2(d) Title of Class of Securities:
Common Stock, \$0.0001 par value per share

Item 2(e) CUSIP Number:
21240D107

CUSIP No. 21240D107

13G

Page 10 of 13 Pages

Item 3. If this statement is filed pursuant to 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o)
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).
- (e) ☐ An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) ☐ Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Not applicable.

CUSIP No. 21240D107

13G

Page 11 of 13 Pages

Item 4. Ownership

- (a) Amount Beneficially Owned: 1,689,396 shares(1)
- (b) Percent of Class: 7.4% *
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or direct the vote: 0
 - (ii) Shared power to vote or direct the vote: 1,689,396 shares(1)
 - (iii) Sole power to dispose or to direct the disposition of: 0
 - (iv) Shared power to dispose or to direct the disposition of: 1,689,396 shares(1)

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner or more than five percent of the class of securities, check the following box: "

Item 6. Ownership of More Than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certifications

Not applicable.

- (1) Shared with the other Reporting Persons solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of CSNH and an indirect wholly owned subsidiary of each other Reporting Person.
- * Based on 22,772,528 shares of the Issuer's Common Stock outstanding as set forth in the Issuer's Report on Form 10-Q filed with the Commission on November 1, 2013.

CUSIP No. 21240D107

13G

Page 12 of 13 Pages

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2014

CISCO SYSTEMS INTERNATIONAL B.V.

By: /s/ Ulrika Carlsson
Name: Ulrika Carlsson
Title: Director

Dated: February 13, 2014

CISCO SYSTEMS NETHERLANDS HOLDINGS B.V.

By: /s/ Ulrika Carlsson
Name: Ulrika Carlsson
Title: Director

Dated: February 13, 2014

CISCO SYSTEMS INTERNATIONAL SARL

By: /s/ Petra Lindner
Name: Petra Lindner
Title: Director

By: /s/ Lolkje Boersma
Name: Lolkje Boersma
Title: Director

Dated: February 13, 2014

CISCO SYSTEMS GLOBAL HOLDINGS LTD.

By: /s/ Petra Lindner
Name: Petra Lindner
Title: Director

By: /s/ Lolkje Boersma
Name: Lolkje Boersma
Title: Director

Dated: February 13, 2014

CISCO WORLDWIDE HOLDINGS LTD.

By: /s/ Petra Lindner
Name: Petra Lindner
Title: Director

By: /s/ Lolkje Boersma
Name: Lolkje Boersma

Title: Director

Dated: February 13, 2014

CISCO TECHNOLOGY, INC.

By: /s/ Evan Sloves

Name: Evan Sloves

Title: President

CUSIP No. 21240D107

13G

Page 13 of 13 Pages

Dated: February 13, 2014

CISCO SYSTEMS, INC.

By: /s/ Mark Chandler

Name: Mark Chandler

Title: Senior Vice President, Legal Services, General
Counsel and Secretary, and Chief Compliance
Officer

EXHIBIT INDEX

Exhibit	Title
A	Joint Filing Agreement dated February 13, 2014 among the Reporting Persons.