

SOLARCITY CORP
Form SC 13D/A
March 18, 2015

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

SCHEDULE 13D/A
Under the Securities Exchange Act of 1934
(Amendment No. 3)*

SolarCity Corporation

(Name of Issuer)

Common Stock, par value \$.0001 per share

(Title of Class of Securities)

83416T100

(CUSIP Number)

Draper Fisher Jurvetson

2882 Sand Hill Road, Suite 150

Menlo Park, CA 94025

(650) 233-9000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 11, 2015

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this Schedule because of Sections 240.13d-1(e), 240.13d-1(f), or 240.13d-1(g), check the following box: "

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Section 240.13d-7 for other parties to whom copies are to be sent.

* 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).

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.

1. Names of Reporting Persons

Draper Fisher Jurvetson Fund IX, L.P.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization Cayman Islands

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 4,133,734

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

4,133,734

11. Aggregate Amount Beneficially Owned by Each Reporting Person

4,133,734

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

4.28%

14. Type of Reporting Person (see Instructions) PN

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1. Names of Reporting Persons

Draper Fisher Jurvetson Fund IX Partners, L.P.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization Cayman Islands

7. Sole Voting Power

Number of

Shares 393

Beneficially 8. Shared Voting Power

Owned By

Each 4,133,734*
9. Sole Dispositive Power

Reporting

Person 393

With: 10. Shared Dispositive Power

4,133,734*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

4,134,127**

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

4.28%

14. Type of Reporting Person (see Instructions) PN

* All of these shares are held directly by Draper Fisher Jurvetson Fund IX, L.P.

** Of these shares, 4,133,734 are held directly by Draper Fisher Jurvetson Fund IX, L.P., and 393 shares are held directly by Draper Fisher Jurvetson Fund IX Partners, L.P.

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1. Names of Reporting Persons

DFJ Fund IX, Ltd.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization Cayman Islands

7. Sole Voting Power

Number of

Shares 393

Beneficially 8. Shared Voting Power

Owned By

Each 4,133,734*
9. Sole Dispositive Power

Reporting

Person 393

With: 10. Shared Dispositive Power

4,133,734*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

4,134,127**

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions) ..

13. Percent of Class Represented by Amount in Row (11)

4.28%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

* All of these shares are held directly by Draper Fisher Jurvetson Fund IX, L.P.

** Of these shares, 4,133,734 are held directly by Draper Fisher Jurvetson Fund IX, L.P. and 393 are held directly by Draper Fisher Jurvetson Fund IX Partners, L.P.

1. Names of Reporting Persons

Draper Fisher Jurvetson Partners IX, LLC

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 112,021
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

112,021

11. Aggregate Amount Beneficially Owned by Each Reporting Person

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112,021

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions) "

13. Percent of Class Represented by Amount in Row (11)

0.12%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

1. Names of Reporting Persons

Draper Fisher Jurvetson Fund X, L.P.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization Cayman Islands

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 652,098

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

652,098

11. Aggregate Amount Beneficially Owned by Each Reporting Person

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652,098

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.67%

14. Type of Reporting Person (see Instructions) PN

1. Names of Reporting Persons

Draper Fisher Jurvetson Fund X Partners, L.P.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization Cayman Islands

7. Sole Voting Power

Number of

Shares 222

Beneficially 8. Shared Voting Power

Owned By

Each 652,098*
9. Sole Dispositive Power

Reporting

Person 222

With: 10. Shared Dispositive Power

652,098*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

652,320**

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions) ..

13. Percent of Class Represented by Amount in Row (11)

0.68%

14. Type of Reporting Person (see Instructions) PN

* All of these shares are held directly by Draper Fisher Jurvetson Fund X, L.P.

** Of these shares, 652,098 are held directly by Draper Fisher Jurvetson Fund X, L.P. and 222 shares are held by Draper Fisher Jurvetson Fund X Partners, L.P.

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1. Names of Reporting Persons

DFJ Fund X, Ltd.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization Cayman Islands

7. Sole Voting Power

Number of

Shares 222

Beneficially 8. Shared Voting Power

Owned By

Each 652,098*

9. Sole Dispositive Power

Reporting

Person 222

With: 10. Shared Dispositive Power

652,098*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

652,320**

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.68%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

* All of these shares are held directly by Draper Fisher Jurvetson Fund X, L.P.

** Of these shares, 652,098 are held directly by Draper Fisher Jurvetson Fund X, L.P. and 222 are held by Draper Fisher Jurvetson Fund X Partners, L.P.

1. Names of Reporting Persons

Draper Fisher Jurvetson Partners X, LLC

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 19,928

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

19,928

11. Aggregate Amount Beneficially Owned by Each Reporting Person

19,928

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.02%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

1. Names of Reporting Persons

Draper Fisher Jurvetson Growth Fund 2006, L.P.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization Cayman Islands

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 3,337,906

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

3,337,906

11. Aggregate Amount Beneficially Owned by Each Reporting Person

3,337,906

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

3.45%

14. Type of Reporting Person (see Instructions) PN

1. Names of Reporting Persons

Draper Fisher Jurvetson Growth Fund 2006 Partners, L.P.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization Cayman Islands

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 3,337,906*
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

3,337,906*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

3,337,906*

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

3.45%

14. Type of Reporting Person (see Instructions) PN

* All of these shares are held directly by Draper Fisher Jurvetson Growth Fund 2006, L.P.

1. Names of Reporting Persons

DFJ Growth Fund 2006, Ltd.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization Cayman Islands

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 3,337,906*
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

3,337,906*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

3,337,906*

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

3.45%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

* All of these shares are held directly by Draper Fisher Jurvetson Growth Fund 2006, L.P.

1. Names of Reporting Persons

Draper Fisher Jurvetson Partners Growth Fund 2006, LLC

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 272,284
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

272,284

11. Aggregate Amount Beneficially Owned by Each Reporting Person

272,284

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions) "

13. Percent of Class Represented by Amount in Row (11)

0.28%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

1. Names of Reporting Persons

Draper Associates, L.P.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 177,612

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

177,612

11. Aggregate Amount Beneficially Owned by Each Reporting Person

177,612

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.18%

14. Type of Reporting Person (see Instructions) PN

1. Names of Reporting Persons

Draper Associates, Inc.

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 177,612*

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

177,612*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

177,612*

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.18%

14. Type of Reporting Person (see Instructions) CO

* All of these shares are owned by Draper Associates, L.P.

1. Names of Reporting Persons

Draper Associates Riskmasters Fund, LLC

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization Delaware

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 160,396

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

160,396

11. Aggregate Amount Beneficially Owned by Each Reporting Person

160,396

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.17%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

1. Names of Reporting Persons

Draper Associates Riskmasters Fund III, LLC

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 61,375
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

61,375

11. Aggregate Amount Beneficially Owned by Each Reporting Person

61,375

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.06%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

1. Names of Reporting Persons

JABE, LLC

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 27,740

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

27,740

11. Aggregate Amount Beneficially Owned by Each Reporting Person

27,740

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions) "

13. Percent of Class Represented by Amount in Row (11)

0.03%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

1. Names of Reporting Persons

The Draper Foundation

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 191,762

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

191,762

11. Aggregate Amount Beneficially Owned by Each Reporting Person

191,762

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.20%

14. Type of Reporting Person (see Instructions) CO

1. Names of Reporting Persons

Timothy C. Draper

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization United States of America

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 5,809,565*
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

5,809,565*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

5,809,565*

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

6.01%

14. Type of Reporting Person (see Instructions) IN

* Of these shares, 4,133,734 shares are held directly by Draper Fisher Jurvetson Fund IX, L.P., 393 shares are held directly by Draper Fisher Jurvetson Fund IX Partners, L.P., 112,021 shares are held directly by Draper Fisher Jurvetson Partners IX, LLC, 652,098 shares are held directly by Draper Fisher Jurvetson Fund X, L.P., 222 shares are held directly by Draper Fisher Jurvetson Fund X Partners, L.P., 19,928 shares are held directly by Draper Fisher Jurvetson Partners X, LLC, 61,375 shares are held directly by Draper Associates Riskmasters Fund III, LLC, 160,396 shares are held directly by Draper Associates Riskmasters Fund, LLC, 27,740 shares are held directly by JABE, LLC, 177,612 shares are held directly by Draper Associates, L.P., 191,762 shares are held directly by The Draper Foundation, and 272,284 shares are held directly by Draper Fisher Jurvetson Partners Growth Fund 2006, LLC.

1. Names of Reporting Persons

John H. N. Fisher

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization United States of America

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 8,786,100*
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

8,786,100*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

8,786,100*

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

9.09%

14. Type of Reporting Person (see Instructions) IN

* Of these shares, 4,133,734 are directly held by Draper Fisher Jurvetson Fund IX, L.P., 393 shares are held directly by Draper Fisher Jurvetson Fund IX Partners, L.P., 112,021 shares are held directly by Draper Fisher Jurvetson Partners IX, LLC, 652,098 shares are held directly by Draper Fisher Jurvetson Fund X, L.P., 222 shares are held directly by Draper Fisher Jurvetson Fund X Partners, L.P., 19,928 shares are held directly by Draper Fisher Jurvetson Partners X, LLC, 3,337,906 shares are held directly by Draper Fisher Jurvetson Growth Fund 2006, L.P., 272,284 shares are held directly by Draper Fisher Jurvetson Partners Growth Fund 2006, LLC, 235,788 shares are held directly by the John H. N. Fisher and Jennifer Caldwell Living Trust dated 1/7/00, as amended and restated on 3/27/08, 6,776 shares are held directly by The Fisher/Caldwell 2012 Irrevocable Children's Trust U/A/D 6-12-12, 1,000 shares are held by Caren Patrick, custodian for each of the Saskia C. Fisher UTMA CA and Annelise Fisher UTMA CA, and 12,950 shares are held directly by JHNF Investment LLC.

1. Names of Reporting Persons

John Fisher and Jennifer Caldwell Living Trust dated 1/7/00, as amended and restated on 3/27/08

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 235,788

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

235,788

11. Aggregate Amount Beneficially Owned by Each Reporting Person

235,788

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.24%

14. Type of Reporting Person (see Instructions) OO (Trust)

1. Names of Reporting Persons

The Fisher/Caldwell 2012 Irrevocable Children's Trust U/A/D 6-12-12

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 6,776
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

6,776

11. Aggregate Amount Beneficially Owned by Each Reporting Person

6,776

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.01%

14. Type of Reporting Person (see Instructions) OO (Trust)

1. Names of Reporting Persons

JHNF Investment LLC

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 12,950
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

12,950

11. Aggregate Amount Beneficially Owned by Each Reporting Person

12,950

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions) "

13. Percent of Class Represented by Amount in Row (11)

0.01%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

1. Names of Reporting Persons

Stephen T. Jurvetson

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization United States of America

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 5,405,502*
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

5,405,502*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

5,405,502*

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

5.60%

14. Type of Reporting Person (see Instructions) IN

* Of these shares, 4,133,734 shares are held directly by Draper Fisher Jurvetson Fund IX, L.P., 393 shares are held directly by Draper Fisher Jurvetson Fund IX Partners, L.P., 112,021 shares are held directly by Draper Fisher Jurvetson Partners IX, LLC, 652,098 shares are held directly by Draper Fisher Jurvetson Fund X, L.P., 222 shares are held directly by Draper Fisher Jurvetson Fund X Partners, L.P., 19,928 shares are held directly by Draper Fisher Jurvetson Partners X, LLC, 214,822 shares are held by The Steve and Karla Jurvetson Living Trust dated 8/27/02, and 272,284 shares are held directly by Draper Fisher Jurvetson Partners Growth Fund 2006, LLC.

1. Names of Reporting Persons

The Steve and Karla Jurvetson Living Trust dated 8/27/02

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization United States of America

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 214,822
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

214,822

11. Aggregate Amount Beneficially Owned by Each Reporting Person

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214,822

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions) "

13. Percent of Class Represented by Amount in Row (11)

0.22%

14. Type of Reporting Person (see Instructions) OO (Trust)

1. Names of Reporting Persons

Barry M. Schuler

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization United States of America

7. Sole Voting Power

Number of

Shares 128,556*

Beneficially 8. Shared Voting Power

Owned By

Each 3,659,700**

9. Sole Dispositive Power

Reporting

Person 128,556*

With: 10. Shared Dispositive Power

3,659,700**

11. Aggregate Amount Beneficially Owned by Each Reporting Person

3,788,256**

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions) ..

13. Percent of Class Represented by Amount in Row (11)

3.92%

14. Type of Reporting Person (see Instructions) IN

* These shares are owned directly by The Meteor Group, LLC, of which Mr. Schuler is the managing member and has sole investment and voting power.

** Includes 3,337,906 shares owned directly by Draper Fisher Jurvetson Growth Fund 2006, L.P., 272,284 shares owned directly by Draper Fisher Jurvetson Partners Growth Fund 2006, LLC and 49,510 held by the Barry Martin Schuler and Tracy Strong Schuler 1998 Trust.

1. Names of Reporting Persons

Barry Martin Schuler and Tracy Strong Schuler 1998 Trust

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 49,510
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

49,510

11. Aggregate Amount Beneficially Owned by Each Reporting Person

49,510

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions) "

13. Percent of Class Represented by Amount in Row (11)

0.06%

14. Type of Reporting Person (see Instructions) OO (Trust)

1. Names of Reporting Persons

The Meteor Group, LLC

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 128,556

Beneficially 8. Shared Voting Power

Owned By

Each 0

9. Sole Dispositive Power

Reporting

Person 128,556

With: 10. Shared Dispositive Power

0

11. Aggregate Amount Beneficially Owned by Each Reporting Person

128,556

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.05%

14. Type of Reporting Person (see Instructions) OO (limited liability company)

1. Names of Reporting Persons

Mark W. Bailey

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization United States of America

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 3,715,672*
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

3,715,672*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

3,715,672*

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

3.85%

14. Type of Reporting Person (see Instructions) IN

* Includes 3,337,906 shares owned directly by Draper Fisher Jurvetson Growth Fund 2006, L.P., 272,284 shares owned directly by Draper Fisher Jurvetson Partners Growth Fund 2006, LLC, and 105,482 shares owned directly by The Bailey Family Trust UAD 8/31/10.

1. Names of Reporting Persons

The Bailey Family Trust UAD 8/31/10

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 105,482

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

105,482

11. Aggregate Amount Beneficially Owned by Each Reporting Person

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105,482

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions) "

13. Percent of Class Represented by Amount in Row (11)

0.11%

14. Type of Reporting Person (see Instructions) OO (Trust)

1. Names of Reporting Persons

Randy Glein

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization United States of America

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 3,391,679*
9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

3,391,679*

11. Aggregate Amount Beneficially Owned by Each Reporting Person

3,391,679*

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

3.51%

14. Type of Reporting Person (see Instructions) IN

* Includes 3,337,906 shares owned directly by Draper Fisher Jurvetson Growth Fund 2006, L.P., and 53,773 shares owned directly by The Glein Family Trust UAD 4/30/13.

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1. Names of Reporting Persons

The Glein Family Trust UAD 4/30/13

2. Check the Appropriate Box if a Member of a Group (see Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds (see Instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e).

6. Citizenship or Place of Organization California

7. Sole Voting Power

Number of

Shares 0

Beneficially 8. Shared Voting Power

Owned By

Each 53,773

9. Sole Dispositive Power

Reporting

Person 0

With: 10. Shared Dispositive Power

53,773

11. Aggregate Amount Beneficially Owned by Each Reporting Person

53,773

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (see Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.06%

14. Type of Reporting Person (see Instructions) OO (Trust)

Item 1. Security and Issuer

The securities to which this Schedule 13D Amendment No. 3 (this Schedule) relates are the common stock, par value \$.0001 per share (the Common Stock), of SolarCity Corporation, a Delaware corporation (the Issuer). The address of the principal executive offices of the Issuer is 3055 Clearview Way, San Mateo, California 94402.

Item 2. Identity and Background**(a), (c) and (f)**

This Schedule is filed by:

- (i) Draper Fisher Jurvetson Fund IX, L.P., a Cayman Islands exempted limited partnership (Fund IX).
- (ii) Draper Fisher Jurvetson Fund IX Partners, L.P., a Cayman Islands exempted limited partnership (Fund IX Partners), and an affiliate of Fund IX and the general partner of Fund IX.
- (iii) DFJ Fund IX, Ltd., a Cayman Islands exempted limited liability company (Fund IX Ltd.) and an affiliate of Fund IX, is the general partner to Fund IX Partners. Messrs Timothy C. Draper, John H.N. Fisher and Stephen T. Jurvetson are the managing directors. Messrs. Draper, Fisher and Jurvetson exercise shared voting and investment powers over the shares held by Fund IX Ltd. Messrs. Draper, Fisher and Jurvetson disclaim beneficial ownership except to the extent of any pecuniary interest therein.
- (iv) Draper Fisher Jurvetson Partners IX, LLC, a California limited liability company (Partners IX) is a side-by-side fund of Fund IX. The managing members of Partners IX are Messrs. Draper, Fisher and Jurvetson. Decisions with respect to Partners IX securities are made automatically in conjunction with decisions by Fund IX. Messrs. Draper, Fisher and Jurvetson disclaim beneficial ownership of the shares held by Partners IX except to the extent of their pecuniary interest therein.
- (v) Draper Fisher Jurvetson Fund X, L.P., a Cayman Islands exempted limited partnership (Fund X).
- (vi) Draper Fisher Jurvetson Fund X Partners, L.P., a Cayman Islands exempted limited partnership (Fund X Partners), and an affiliate of Fund X and the general partner of Fund X.
- (vii) DFJ Fund X, Ltd., a Cayman Islands exempted limited liability company (Fund X Ltd.) and an affiliate of Fund X, is the general partner to Fund X Partners. Messrs Timothy C. Draper, John H.N. Fisher and Stephen T. Jurvetson are the managing directors. Messrs. Draper, Fisher and Jurvetson exercise shared voting and investment powers over the shares held by Fund X Ltd. Messrs. Draper, Fisher and Jurvetson disclaim beneficial ownership except to the extent of any pecuniary interest therein.

- (viii) Draper Fisher Jurvetson Partners X, LLC, a California limited liability company (Partners X) is a side-by-side fund of Fund X. The managing members of Partners X are Messrs. Draper, Fisher and Jurvetson. Decisions with respect to Partners X securities are made automatically in

conjunction with decisions by Fund X. Messrs. Draper, Fisher and Juvetson disclaim beneficial ownership of the shares held by Partners X except to the extent of their pecuniary interest therein.

- (ix) Draper Fisher Juvetson Growth Fund 2006, L.P., a Cayman Islands exempted limited partnership (Growth Fund).
- (x) Draper Fisher Juvetson Growth Fund 2006 Partners, L.P., a Cayman Islands exempted limited partnership (Growth Fund 2006 Partners), and an affiliate of Growth Fund and is the general partner of Growth Fund.
- (xi) DFJ Growth Fund 2006, Ltd., a Cayman Islands exempted limited liability company (Growth Fund 2006 Ltd.) and an affiliate of Growth Fund, is the general partner to Growth Fund 2006 Partners. Messrs. John H.N. Fisher, Mark W. Bailey, Barry M. Schuler and Randy Glein are the managing directors. Messrs. Bailey, Schuler, Fisher and Glein exercise shared voting and investment powers over the shares held by Growth Fund 2006 Ltd. Messrs. Fisher, Bailey, Schuler and Glein disclaim beneficial ownership except to the extent of any pecuniary interest therein.
- (xii) Draper Fisher Juvetson Partners Growth Fund 2006, LLC, a California limited liability company (Partners Growth Fund) is a side-by-side fund of Growth Fund. The managing members of Partners Growth Fund are Messrs. Draper, Fisher, Juvetson, Bailey, and Schuler. Decisions with respect to Partners Growth Fund securities are made automatically in conjunction with decisions by Growth Fund. Messrs. Draper, Fisher, Juvetson, Bailey, and Schuler disclaim beneficial ownership of the shares held by Partners Growth Fund except to the extent of their pecuniary interest therein.
- (xiii) Draper Associates, L.P., a California limited partnership (DALP.)
- (xiv) Draper Associates, Inc., a California corporation (Draper Associates, Inc.) is the general partner of DALP. Mr. Draper is President and majority shareholder of Draper Associates, Inc. and has shared voting and investment power with respect to the shares held by Draper Associates, Inc. Mr. Draper disclaims beneficial ownership except to the extent of his pecuniary interest therein.
- (xv) Draper Associates Riskmasters Fund, LLC, a Delaware limited liability company (DARF). Mr. Draper is the manager of DARF and he disclaims beneficial ownership of the shares held by DARF except to the extent of his pecuniary interest therein.
- (xvi) Draper Associates Riskmasters Fund III, LLC, a California limited liability company (DARFIII). Mr. Draper is the managing member of DARFIII and he disclaims beneficial ownership of the shares held by DARFIII except to the extent of his pecuniary interest therein.

- (xvii) JABE, LLC, a California limited liability company (JABE). Mr. Draper is managing member of JABE and has shared voting and investment power with respect to the shares held by JABE. Mr. Draper disclaims beneficial ownership except to the extent of his pecuniary interest therein.

- (xviii) The Draper Foundation, is a California corporation. Mr. Draper is its President. Mr. Draper has shared voting and investment power over the shares owned by The Draper Foundation. Mr. Draper disclaims beneficial ownership except to the extent of his pecuniary interest therein.

- (xix) Timothy C. Draper, a United States citizen, is a managing director of Fund IX and Fund X, and a managing member of Partners IX, and Partners X.
- (xx) John H.N. Fisher, a United States citizen, is a managing director of Fund IX, Fund X, Growth Fund and a managing member of Partners IX, Partners X and Partners Growth Fund.
- (xxi) John Fisher and Jennifer Caldwell Living Trust dated 1/7/00, as amended and restated on 3/27/08 (the Fisher Trust), is a trust formed under the laws of the State of California. Mr. Fisher is co-trustee of the Fisher Trust and has shared investment and voting power of the shares. Mr. Fisher disclaims beneficial ownership except to the extent of his pecuniary interest therein.
- (xxii) The Fisher/Caldwell 2012 Irrevocable Children's Trust U/A/D 6-12-12 (the Fisher Children's Trust), is a trust formed under the laws of the State of California. Mr. Fisher is co-trustee of the Fisher Children's Trust and has shared investment and voting power of the shares. Mr. Fisher disclaims beneficial ownership except to the extent of his pecuniary interest therein.
- (xxiii) JHNF Investment LLC, is a California limited liability company. Mr. Fisher is the managing member. Mr. Fisher disclaims beneficial ownership except to the extent of his pecuniary interest therein.
- (xxiv) Stephen T. Jurvetson, a United States citizen, is a managing director of Fund IX and Fund X, and a managing member of Partners IX and Partners X.
- (xxv) The Steve and Karla Jurvetson Living Trust dated 8/27/02 (the Jurvetson Trust), is a trust formed under the laws of the State of California. Mr. Jurvetson is co-trustee of the Jurvetson Trust and has shared investment and voting power of the shares. Mr. Jurvetson disclaims beneficial ownership except to the extent of his pecuniary interest therein.
- (xxvi) Barry M. Schuler, a United States citizen, is a managing director of Growth Fund and managing member of Partners Growth Fund.
- (xxvii) Barry Martin Schuler and Tracy Strong Schuler 1998 Trust (the Schuler Trust), is a trust formed under the laws of the State of California. Mr. Schuler is co-trustee of the Schuler Trust and has shared investment and voting power of the shares. Mr. Schuler disclaims beneficial ownership except to the extent of his pecuniary interest therein.
- (xxviii) The Meteor Group, LLC, is a California limited liability company. Mr. Schuler is the managing member and has sole investment and voting power of the shares. Mr. Schuler disclaims beneficial ownership except to the extent of his pecuniary interest therein.

(xxix) Mark W. Bailey, a United States citizen, is a managing director of Growth Fund and a managing member of Partners Growth Fund.

(xxx) The Bailey Family Trust UAD 8/31/10 (the Bailey Trust), is a trust formed under the State of California. Mr. Bailey is co-trustee of the Bailey Trust and has shared voting and investment power of the shares. Mr. Bailey disclaims beneficial ownership of the shares held by the Bailey Trust except to the extent of his pecuniary interest therein.

(xxxi) Randy Glein, a United States citizen, is a managing director of Growth Fund and a managing member of Partners Growth Fund.

(xxxii) The Glein Family Trust UAD 4/30/13 (the Glein Trust), is a trust formed under the laws of the State of California. Mr. Glein is co-trustee of the Glein Trust and has shared investment and voting power of the shares. Mr. Glein disclaims beneficial ownership except to the extent of his pecuniary interest therein. Each of the foregoing is referred to as a Reporting Person and collectively as the Reporting Persons .

(b) The address of the principal business and principal office of each of the Reporting Persons is 2882 Sand Hill Road, Suite 150, Menlo Park, CA 94025.

(d)-(e) During the last five years, none of the Reporting Persons have nor, to the best of their knowledge, have any of the directors, executive officers, control persons, general partners or members of such Reporting Persons (i) been convicted in any criminal proceeding or (ii) been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or Other Consideration

Not applicable. See Item 4.

Item 4. Purpose of Transaction

This combined Schedule is being filed to report, as of March 11, 2015, the change in ownership of the Reporting Persons as a result of pro-rata distributions effected by certain of the Reporting Persons without consideration and other transactions. Reporting Persons filed Form 4s on each of March 4, 2015 and March 13, 2015, to report these various transactions, including, but not limited to, (i) in-kind distributions, without any additional consideration to each of its members, (ii) acquisitions made as a result of distributions, (iii) gifts and sales of shares.

As reported on the Reporting Persons Forms 4, the transactions representing a change from the Schedule 13D/A filed on September 12, 2014 until March 11, 2015 include distributions without consideration from the following Reporting Persons to their respective limited partners and members (and the related acquisitions by certain Reporting Persons as a result of such distributions) of shares of common stock of the Issuer. The March 2, 2015 transactions, when considered alone, did not represent a change in the Reporting Persons' aggregate ownership of the Issuer's common stock in an amount in excess of one percent (1%) of the Issuer's outstanding shares.

March 2, 2015 Distribution

Draper Fisher Jurvetson Fund IX, L.P.: 413,373 shares; Draper Fisher Jurvetson Fund X, L.P.: 65,209 shares; Draper Fisher Jurvetson Partners X, LLC, 1,992 shares; and Draper Fisher Jurvetson Partners IX, LLC, 11,202 shares.

March 11, 2015 Distribution

Draper Fisher Jurvetson Fund IX, L.P.: 413,373 shares; Draper Fisher Jurvetson Fund X, L.P.: 65,209 shares; Draper Fisher Jurvetson Partners X, LLC, 1,992 shares; and Draper Fisher Jurvetson Partners IX, LLC, 11,202 shares.

Except as described above in this Item 4 and herein, the Reporting Persons do not currently have any specific plans or proposals that relate to or would result in any of the actions or events specified in clauses (a) through (j) of Item 4 of this Schedule. The Reporting Persons reserve the right to change plans and take any and all actions that the Reporting Persons may deem appropriate to maximize the value of their investment, including, among other things, purchasing or otherwise acquiring additional securities of the Issuer, selling or otherwise disposing of any securities of the company beneficially owned by them, in each case in the open market or in a privately negotiated transactions or formulating other plans or proposals regarding the Issuer or its securities to the extent deemed advisable by the Reporting Persons in light of their general investment policies, market conditions, subsequent developments affecting the issuer and the general business and future prospects of the issuer. The Reporting Persons may take any other action with respect to the Issuer or any of the Issuer's debt or equity securities in any manner permitted by applicable law.

Item 5. Interest in Securities of the Issuer

The aggregate percentage of shares of Common Stock reported owned by each Reporting Person is based upon 96,611,454 shares of Common Stock outstanding, as of March 11, 2015, which is the total number of shares of Common Stock outstanding as reported to the Reporting Persons by the Issuer in its annual report on Form 10-K filed with the SEC on January 31, 2015.

Draper Fisher Jurvetson Fund IX, L.P.

- (a) Amount Beneficially owned: 4,133,734 Percent of Class: 4.28%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 4,133,734
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 4,133,734
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Draper Fisher Jurvetson Fund IX Partners, L.P.

- (a) Amount Beneficially owned: 4,134,127 Percent of Class: 4.28%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 393
 - 2. shared power to vote or to direct the vote: 4,133,734
 - 3. sole power to dispose or to direct the disposition of: 393
 - 4. shared power to dispose or to direct the disposition of: 4,133,734
- (c) None
- (d) Not Applicable
- (e) Not Applicable

DFJ Fund IX, Ltd.

- (a) Amount Beneficially owned: 4,134,127 Percent of Class: 4.28%
- (b) Number of shares owned to which such person has:

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1. sole power to vote or to direct the vote: 393
2. shared power to vote or to direct the vote: 4,133,734
3. sole power to dispose or to direct the disposition of: 393
4. shared power to dispose or to direct the disposition of: 4,133,734

- (c) None
 (d) Not Applicable
 (e) Not Applicable

Draper Fisher Jurvetson Partners IX, LLC

- (a) Amount Beneficially owned: 112,021 Percent of Class: 0.12%
 (b) Number of shares owned to which such person has:
1. sole power to vote or to direct the vote: 0
 2. shared power to vote or to direct the vote: 112,021
 3. sole power to dispose or to direct the disposition of: 0
 4. shared power to dispose or to direct the disposition of: 112,021

- (c) None
 (d) Not Applicable
 (e) Not Applicable

Draper Fisher Jurvetson Fund X, L.P.

- (a) Amount Beneficially owned: 652,098 Percent of Class: 0.67%
 (b) Number of shares owned to which such person has:
1. sole power to vote or to direct the vote: 0
 2. shared power to vote or to direct the vote: 652,098
 3. sole power to dispose or to direct the disposition of: 0
 4. shared power to dispose or to direct the disposition of: 652,098

- (c) None
 (d) Not Applicable
 (e) Not Applicable

Draper Fisher Jurvetson Fund X Partners, L.P.

- (a) Amount Beneficially owned: 652,320 Percent of Class: 0.68%
 (b) Number of shares owned to which such person has:
1. sole power to vote or to direct the vote: 222
 2. shared power to vote or to direct the vote: 652,098
 3. sole power to dispose or to direct the disposition of: 222
 4. shared power to dispose or to direct the disposition of: 652,098

- (c) None
 (d) Not Applicable
 (e) Not Applicable

DFJ Fund X, Ltd.

(a) Amount Beneficially owned: 652,320

Percent of Class: 0.68%

- (b) Number of shares owned to which such person has:
1. sole power to vote or to direct the vote: 222
 2. shared power to vote or to direct the vote: 652,098
 3. sole power to dispose or to direct the disposition of: 222
 4. shared power to dispose or to direct the disposition of: 652,098
- (c) None
(d) Not Applicable
(e) Not Applicable

Draper Fisher Jurvetson Partners X, LLC

- (a) Amount Beneficially owned: 19,928 Percent of Class: 0.02%
- (b) Number of shares owned to which such person has:
1. sole power to vote or to direct the vote: 0
 2. shared power to vote or to direct the vote: 19,928
 3. sole power to dispose or to direct the disposition of: 0
 4. shared power to dispose or to direct the disposition of: 19,928
- (c) None
(d) Not Applicable
(e) Not Applicable

Draper Fisher Jurvetson Growth Fund 2006, L.P.

- (a) Amount Beneficially owned: 3,337,906 Percent of Class: 3.45%
- (b) Number of shares owned to which such person has:
1. sole power to vote or to direct the vote: 0
 2. shared power to vote or to direct the vote: 3,337,906
 3. sole power to dispose or to direct the disposition of: 0
 4. shared power to dispose or to direct the disposition of: 3,337,906
- (c) None
(d) Not Applicable
(e) Not Applicable

Draper Fisher Jurvetson Growth Fund 2006 Partners, L.P.

- (a) Amount Beneficially owned: 3,337,906 Percent of Class: 3.45%
- (b) Number of shares owned to which such person has:
1. sole power to vote or to direct the vote: 0
 2. shared power to vote or to direct the vote: 3,337,906
 3. sole power to dispose or to direct the disposition of: 0
 4. shared power to dispose or to direct the disposition of: 3,337,906
- (c) None
(d) Not Applicable
(e) Not Applicable

DFJ Growth Fund 2006, Ltd.

- (a) Amount Beneficially owned: 3,337,906 Percent of Class: 3.45%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 3,337,906
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 3,337,906
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Draper Fisher Jurvetson Partners Growth Fund 2006, LLC

- (a) Amount Beneficially owned: 272,284 Percent of Class: 0.28%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 272,284
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 272,284
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Draper Associates, L.P.

- (a) Amount Beneficially owned: 177,612 Percent of Class: 0.18%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 177,612
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 177,612
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Draper Associates, Inc.

- (a) Amount Beneficially owned: 177,612 Percent of Class: 0.18%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 177,612

3. sole power to dispose or to direct the disposition of: 0
 4. shared power to dispose or to direct the disposition of: 177,612
- (c) None
 - (d) Not Applicable
 - (e) Not Applicable

Draper Associates Riskmasters Fund, LLC

- (a) Amount Beneficially owned: 160,396 Percent of Class: 0.17%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 160,396
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 160,396
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Draper Associates Riskmasters Fund III, LLC

- (a) Amount Beneficially owned: 61,375 Percent of Class: 0.06%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 61,375
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 61,375
- (c) None
- (d) Not Applicable
- (e) Not Applicable

JABE, LLC

- (a) Amount Beneficially owned: 27,740 Percent of Class: 0.03%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 27,740
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 27,740
- (c) None
- (d) Not Applicable
- (e) Not Applicable

The Draper Foundation

- (a) Amount Beneficially owned: 191,762 Percent of Class: 0.20%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 191,762

3. sole power to dispose or to direct the disposition of: 0
 4. shared power to dispose or to direct the disposition of: 191,762
- (c) None
 - (d) Not Applicable
 - (e) Not Applicable

Timothy C. Draper

- (a) Amount Beneficially owned: 5,809,565 Percent of Class: 6.01%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 5,809,565
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 5,809,565
- (c) None
- (d) Not Applicable
- (e) Not Applicable

John H. N. Fisher

- (a) Amount Beneficially owned: 8,786,100 Percent of Class: 9.09%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 8,786,100
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 8,786,100
- (c) None
- (d) Not Applicable
- (e) Not Applicable

John H. N. Fisher and Jennifer Caldwell Living Trust dated 1/7/00, as amended and restated on 3/27/08

- (a) Amount Beneficially owned: 235,788 Percent of Class: 0.24%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 235,788
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 235,788
- (c) None
- (d) Not Applicable
- (e) Not Applicable

The Fisher/Caldwell 2012 Irrevocable Children s Trust U/A/D 6-12-12

- (a) Amount Beneficially owned: 6,776 Percent of Class: 0.01%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 6,776
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 6,776
- (c) None
- (d) Not Applicable
- (e) Not Applicable

JHNF Investment LLC

- (a) Amount Beneficially owned: 12,950 Percent of Class: 0.01%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 12,950
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 12,950
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Stephen T. Jurvetson

- (a) Amount Beneficially owned: 5,405,502 Percent of Class: 5.60%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 5,405,502
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 5,405,502
- (c) None
- (d) Not Applicable
- (e) Not Applicable

The Steve and Karla Jurvetson Living Trust, dated 8/27/02

- (a) Amount Beneficially owned: 214,822 Percent of Class: 0.22%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 214,822
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 214,822
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Barry M. Schuler

- (a) Amount Beneficially owned: 3,788,256 Percent of Class: 3.92%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 128,556
 - 2. shared power to vote or to direct the vote: 3,659,700
 - 3. sole power to dispose or to direct the disposition of: 128,556
 - 4. shared power to dispose or to direct the disposition of: 3,659,700
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Barry Martin Schuler and Tracy Strong Schuler 1998 Trust

- (a) Amount Beneficially owned: 49,510 Percent of Class: 0.06%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 49,510
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 49,510
- (c) None
- (d) Not Applicable
- (e) Not Applicable

The Meteor Group, LLC

- (a) Amount Beneficially owned: 128,556 Percent of Class: 0.05%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 128,556
 - 2. shared power to vote or to direct the vote: 0
 - 3. sole power to dispose or to direct the disposition of: 128,556
 - 4. shared power to dispose or to direct the disposition of: 0
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Mark W. Bailey

- (a) Amount Beneficially owned: 3,715,672 Percent of Class: 3.85%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 3,715,672
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 3,715,672
- (c) None
- (d) Not Applicable
- (e) Not Applicable

The Bailey Family Trust UAD 8/31/10

- (a) Amount Beneficially owned: 105,482 Percent of Class: 0.11%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 105,482
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 105,482
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Randy Glein

- (a) Amount Beneficially owned: 3,391,679 Percent of Class: 3.51%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 3,391,679
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 3,391,679
- (c) None
- (d) Not Applicable
- (e) Not Applicable

The Glein Family Trust UAD 4/30/13

- (a) Amount Beneficially owned: 53,773 Percent of Class: 0.06%
- (b) Number of shares owned to which such person has:
 - 1. sole power to vote or to direct the vote: 0
 - 2. shared power to vote or to direct the vote: 53,773
 - 3. sole power to dispose or to direct the disposition of: 0
 - 4. shared power to dispose or to direct the disposition of: 53,773
- (c) None
- (d) Not Applicable
- (e) Not Applicable

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Other than as described in this Schedule, to the knowledge of the Reporting Persons, there are no contracts, arrangements, understandings or relationships (legal or otherwise) among the Reporting Persons or between the Reporting Persons and any other persons with respect to any securities of the Issuer, including, but not limited to, transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies.

Item 7. Material to be Filed as Exhibits

The following documents are filed as exhibits:

Exhibit Number	Description
1	Joint Filing Agreement

SIGNATURES

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: March 16, 2015

Draper Fisher Jurvetson Fund IX, L.P.

By: Draper Fisher Jurvetson Fund IX Partners,
L.P. (general partner)

By: DFJ Fund IX, Ltd., its general partner

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Director

**Draper Fisher Jurvetson Fund IX Partners,
L.P.**

By: DFJ Fund IX, Ltd., its general partner

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Director

DFJ Fund IX, Ltd.

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Director

Draper Fisher Jurvetson Partners IX, LLC

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Member

Draper Fisher Jurvetson Fund X, L.P.

By: Draper Fisher Jurvetson Fund X Partners,
L.P. (general partner)

By: DFJ Fund X, Ltd., its general partner

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Director

**Draper Fisher Jurvetson Fund X Partners,
L.P.**

By: DFJ Fund X, Ltd., its general partner

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Director

DFJ Fund X, Ltd.

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Director

Draper Fisher Jurvetson Partners X, LLC

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Member

**Draper Fisher Jurvetson Growth Fund
2006, L.P.**

By: Draper Fisher Jurvetson Growth Fund
2006 Partners, L.P. (general partner)

By: DFJ Growth Fund 2006, Ltd., its general
partner

By: /s/ Mark W. Bailey
Name: Mark W. Bailey
Title: Director

**Draper Fisher Jurvetson Growth Fund 2006
Partners, L.P.**

By: DFJ Growth Fund 2006, Ltd., its general
partner

By: /s/ Mark W. Bailey
Name: Mark W. Bailey
Title: Director

DFJ Growth Fund 2006, Ltd.

By: /s/ Mark W. Bailey
Name: Mark W. Bailey
Title: Director

**Draper Fisher Jurvetson Partners Growth
Fund 2006, LLC**

By: /s/ Mark W. Bailey
Name: Mark W. Bailey
Title: Authorized Member

Draper Associates, L.P.

By: Draper Associates, Inc. (its general partner)

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: President

Draper Associates, Inc.

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: President

Draper Associates Riskmasters Fund, LLC

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Member

Draper Associates Riskmasters Fund III, LLC

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Member

JABE, LLC

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: Managing Member

The Draper Foundation

By: /s/ Timothy C. Draper
Name: Timothy C. Draper
Title: President

/s/ Timothy C. Draper
Timothy C. Draper

/s/ John H. N. Fisher
John H. N. Fisher

**John H.N. Fisher and Jennifer Caldwell
Living Trust dated 1/7/00, as amended and
restated on 3/27/08**

By: /s/ John H. N. Fisher
Name: John H. N. Fisher
Title: Trustee

**The Fisher/Caldwell 2012 Irrevocable
Children s Trust U/A/D 6-12-12**

By: /s/ John H. N. Fisher
Name: John H. N. Fisher
Title: Trustee

JHNF Investment LLC

By: /s/ John H. N. Fisher
Name: John H. N. Fisher
Title: Managing Member

/s/ Stephen T. Jurvetson
Stephen T. Jurvetson

**The Steve and Karla Jurvetson Living Trust
dated 8/27/02**

By: /s/ Stephen T. Jurvetson
Name: Stephen T. Jurvetson
Title: Trustee

/s/ Barry M. Schuler
Barry M. Schuler

**The Barry Martin Schuler and Tracy
Strong Schuler 1998 Trust**

By: /s/ Barry M. Schuler
Name: Barry M. Schuler
Title: Trustee

The Meteor Group, LLC

By: /s/ Barry M. Schuler
Name: Barry M. Schuler
Title: Managing Member

/s/ Mark W. Bailey
Mark W. Bailey

The Bailey Family Trust UAD 8/31/10

By: /s/ Mark W. Bailey
Name: Mark W. Bailey
Title: Trustee

/s/ Randy Glein
Randy Glein

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The Glein Family Trust UAD 4/30/13

By: /s/ Randy Glein

Name: Randy Glein

Title: Trustee

EXHIBIT INDEX

Exhibit Number	Description
1	Joint Filing Agreement