

INTERMOLECULAR INC
Form SC 13G/A
February 08, 2019

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

(Amendment No. 6)*

Intermolecular, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

45882D109

(CUSIP Number)

December 31, 2018

(Date of Event Which Requires Filing of this Statement)

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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).

(Continued on following pages)

Page 1 of 17 Pages

Exhibit Index Contained on Page 15

CUSIP NO. 45882D109 13 G Page 2 of 17

NAME OF REPORTING
 1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 U.S. Venture Partners IX, L.P. ("USVP IX")
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) " (b) x
 3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware
 NUMBER OF 5 SOLE VOTING POWER
 SHARES 0 shares.
 BENEFICIALLY 6 SHARED VOTING POWER
 OWNED BY EACH See response to row 5.
 REPORTING 7 SOLE DISPOSITIVE POWER
 PERSON 0 shares.
 WITH 8 SHARED DISPOSITIVE POWER
 See response to row 7.
 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 0
 REPORTING PERSON
 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) ..
 EXCLUDES CERTAIN SHARES*
 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%
 12 TYPE OF REPORTING PERSON* PN

CUSIP NO. 45882D109 13 G Page 3 of 17

NAME OF REPORTING
 1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Presidio Management Group IX, L.L.C.
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) " (b) x
 3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware
 NUMBER OF 5 SOLE VOTING POWER
 SHARES 0 shares.
 BENEFICIALLY 6 SHARED VOTING POWER
 OWNED BY EACH See response to row 5.
 REPORTING 7 SOLE DISPOSITIVE POWER
 PERSON 0 shares.
 WITH 8 SHARED DISPOSITIVE POWER
 See response to row 7.
 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 0
 REPORTING PERSON
 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) ..
 EXCLUDES CERTAIN SHARES*
 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%
 12 TYPE OF REPORTING PERSON* OO

CUSIP NO. 45882D109 13 G Page 4 of 17

NAME OF REPORTING PERSON

1

Irwin Federman

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER
643,267 shares.

6 SHARED VOTING POWER
0 shares.

7 SOLE DISPOSITIVE POWER
643,267 shares.

8 SHARED DISPOSITIVE POWER
0 shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 643,267

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) ..

EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 1.3%

12 TYPE OF REPORTING PERSON* IN

CUSIP NO. 45882D109 13 G Page 5 of 17

NAME OF REPORTING PERSON

1

Steven M. Krausz

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE VOTING POWER
0 shares.

6 SHARED VOTING POWER
0 shares.

7 SOLE DISPOSITIVE POWER
0 shares.

8 SHARED DISPOSITIVE POWER
0 shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%

12 TYPE OF REPORTING PERSON* IN

CUSIP NO. 45882D109 13 G Page 6 of 17

NAME OF REPORTING PERSON

1

David Liddle

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

NUMBER OF	5	SOLE VOTING POWER	
SHARES		69,609 shares.	
BENEFICIALLY	6	SHARED VOTING POWER	
OWNED BY EACH		0 shares.	
REPORTING	7	SOLE DISPOSITIVE POWER	
PERSON		69,609 shares.	
WITH	8	SHARED DISPOSITIVE POWER	
		0 shares.	
9		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	69,609
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	<input type="checkbox"/>
11		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	0.1%
12		TYPE OF REPORTING PERSON*	IN

CUSIP NO. 45882D109 13 G Page 7 of 17

NAME OF REPORTING PERSON

1

Paul Matteucci

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

NUMBER OF	5	SOLE VOTING POWER	
SHARES		60,408 shares.	
BENEFICIALLY	6	SHARED VOTING POWER	
OWNED BY EACH		0 shares.	
REPORTING	7	SOLE DISPOSITIVE POWER	
PERSON		60,408 shares.	
WITH	8	SHARED DISPOSITIVE POWER	
		0 shares.	
9		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH	60,408
		REPORTING PERSON	
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)	<input type="checkbox"/>
		EXCLUDES CERTAIN SHARES*	
11		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	0.1%
12		TYPE OF REPORTING PERSON*	IN

CUSIP NO. 45882D109 13 G Page 8 of 17

NAME OF REPORTING PERSON

1

Jonathan D. Root

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

NUMBER OF	5	SOLE VOTING POWER	
SHARES		85,851 shares.	
BENEFICIALLY	6	SHARED VOTING POWER	
OWNED BY EACH		0 shares.	
REPORTING	7	SOLE DISPOSITIVE POWER	
PERSON		85,851 shares	
WITH	8	SHARED DISPOSITIVE POWER	
		0 shares.	
9		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	85,851
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	<input type="checkbox"/>
11		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	0.2%
12		TYPE OF REPORTING PERSON*	IN

CUSIP NO. 45882D109 13 G Page 9 of 17

NAME OF REPORTING PERSON

1
 Casey M. Tansey
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) .. (b) x
 3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 U.S. Citizen
 NUMBER OF 5 SOLE VOTING POWER
 SHARES 60,366 shares.
 BENEFICIALLY 6 SHARED VOTING POWER
 OWNED BY EACH 0 shares.
 REPORTING 7 SOLE DISPOSITIVE POWER
 PERSON 60,366 shares.
 WITH 8 SHARED DISPOSITIVE POWER
 0 shares.
 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 60,366
 REPORTING PERSON
 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) ..
 EXCLUDES CERTAIN SHARES*
 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.1%
 12 TYPE OF REPORTING PERSON* IN

CUSIP NO. 45882D109 13 G Page 10 of 17

NAME OF REPORTING PERSON

1
 Philip M. Young
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) .. (b) x
 3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 U.S. Citizen
 NUMBER OF 5 SOLE VOTING POWER
 SHARES 82,370 shares.
 BENEFICIALLY 6 SHARED VOTING POWER
 OWNED BY EACH 0 shares.
 REPORTING 7 SOLE DISPOSITIVE POWER
 PERSON 82,370 shares.
 WITH 8 SHARED DISPOSITIVE POWER
 0 shares.
 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 82,370
 REPORTING PERSON
 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) ..
 EXCLUDES CERTAIN SHARES*
 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.2%
 12 TYPE OF REPORTING PERSON* IN

CUSIP NO. 45882D109 13 G Page 11 of 17

This Amendment No. 6 amends and restates in its entirety the Schedule 13G previously filed by Presidio Management Group IX, L.L.C., a Delaware limited liability company ("PMG IX"), U.S. Venture Partners IX, L.P., a Delaware limited partnership ("USVP IX"), Irwin Federman ("Federman"), Steven M. Krausz ("Krausz"), David Liddle ("Liddle"), Paul Matteucci ("Matteucci"), Jonathan D. Root ("Root") Casey M. Tansey ("Tansey") and Philip M. Young ("Young") (together with all prior and current amendments thereto, this "Schedule 13G").

ITEM 1(A). NAME OF ISSUER
Intermolecular, Inc.

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
3011 N. First Street
San Jose, California 95134

ITEM 2(A). NAME OF PERSONS FILING

This Schedule 13G is filed by PMG IX, USVP IX, Federman, Krausz, Liddle, Matteucci, Root, Tansey and Young. The foregoing entities and individuals are collectively referred to as the "Reporting Persons."

PMG IX, the general partner of USVP IX, may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by USVP IX. Federman, Krausz, Liddle, Matteucci, Root, Tansey and Young are managing members of PMG IX and may be deemed to have shared power to vote and shared power to dispose of shares of the issuer directly owned by USVP IX.

ITEM 2(B). ADDRESS OF PRINCIPAL OFFICE

The address for each of the Reporting Persons is:

U.S. Venture Partners
1460 El Camino Real, Suite 100

Menlo Park, California 94025

CITIZENSHIP

ITEM 2(C) USVP IX is a Delaware limited partnership. PMG IX is a Delaware limited liability company. Federman, Krausz, Liddle, Matteucci, Root, Tansey and Young are United States citizens.

ITEM 2(D) AND (E). TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER

Common Stock

CUSIP # 45882D109

ITEM 3.

Not Applicable.

OWNERSHIP

ITEM 4. Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

CUSIP NO. 45882D109 13 G Page 12 of 17

(a) Amount beneficially owned:
See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:
See Row 11 of cover page for each Reporting Person.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:
See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of:

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:
See Row 8 of cover page for each Reporting Person.

OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

ITEM

5. 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 of more than five percent of the class of securities, check the following: x Yes

OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

ITEM Under certain circumstances set forth in the limited partnership agreement of USVP IX and the limited liability company agreement of PMG IX, the general and limited partners or members, as the case may be, of each of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the issuer owned by each such entity of which they are a partner or member, as the case may be.

IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

ITEM 7.
Not applicable.

IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

ITEM 8.
Not applicable.

CUSIP NO. 45882D109 13 G Page 13 of 17

ITEM 9.

NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

ITEM 10.

CERTIFICATION.

Not applicable.

CUSIP NO. 45882D109 13 G Page 14 of 17

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: February 7, 2019

PRESIDIO MANAGEMENT GROUP IX, L.L.C. Irwin Federman

U.S. Venture Partners IX, L.P. Steven M. Krausz
By Presidio Management Group IX, L.L.C. David Liddle
Its General Partner

Paul Matteucci

Jonathan D. Root

CASEY M. TANSEY

Philip M. Young

By: /s/ Dale Holladay
Dale Holladay, Attorney-In-Fact for the
above-listed individuals

By: /s/ Dale Holladay
Dale Holladay, Chief Financial Officer/Attorney-In-Fact for
the above-listed entities

*Signed pursuant to a Power of Attorney already on file with the appropriate agencies.

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* §240.13d-7 for

other parties for whom copies are to be sent.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)

CUSIP NO. 45882D109 13 G Page 15 of 17

EXHIBIT INDEX

<u>Exhibit</u>	Found on Sequentially Numbered Page
Exhibit A: Agreement of Joint Filing	16
Exhibit B: Power of Attorney	17

CUSIP NO. 45882D109 13 G Page 16 of 17

exhibit A

Agreement of Joint Filing

The Reporting Persons agree that a single Schedule 13G (or any amendment thereto) relating to the Common Stock of Intermolecular, Inc. shall be filed on behalf of each of the Reporting Persons. Note that copies of the applicable Agreement of Joint Filing are already on file with the appropriate agencies.

CUSIP NO. 45882D109 13 G Page 17 of 17

exhibit B

Power of Attorney

Dale Holladay has signed this Schedule 13G as Attorney-In-Fact. Note that copies of the applicable Power of Attorney are already on file with the appropriate agencies.