

Insight Holdings Group, LLC
 Form 4
 August 13, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Insight Venture Partners VII, L.P.

2. Issuer Name and Ticker or Trading Symbol
 CVENT INC [CVT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

INSIGHT VENTURE ASSOCIATES VII, L.P., P.O. BOX 309 UGLAND HOUSE

3. Date of Earliest Transaction (Month/Day/Year)
 08/11/2015

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

(Street)

GRAND CAYMAN, E9 KY1-1104

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$0.001 per share | 08/11/2015 | | S | | 42,514 | D | \$ 32.28 (6) |
| Common Stock, par value \$0.001 per share | 08/11/2015 | | S | | 18,716 | D | \$ 32.28 (6) |
| | 08/11/2015 | | S | | 984 | D | 64,673 |

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| | | | | | | | | |
|---|------------|---|---------|---|---------------------------|-----------|---|--------------------------|
| Common Stock, par value \$0.001 per share | | | | | \$ 32.28 <u>(6)</u> | | | |
| Common Stock, par value \$0.001 per share | 08/11/2015 | S | 2,689 | D | \$ 32.28 <u>(6)</u> | 176,740 | D | <u>(4)</u> <u>(5)</u> |
| Common Stock, par value \$0.001 per share | 08/11/2015 | S | 64,903 | D | \$ 32.28 <u>(6)</u> | 4,265,638 | I | See footnotes <u>(5)</u> |
| Common Stock, par value \$0.001 per share | 08/12/2015 | S | 91,593 | D | \$ 32.01 <u>(7)</u> | 2,702,578 | D | <u>(1)</u> <u>(5)</u> |
| Common Stock, par value \$0.001 per share | 08/12/2015 | S | 40,321 | D | \$ 32.01 <u>(7)</u> | 1,189,733 | D | <u>(2)</u> <u>(5)</u> |
| Common Stock, par value \$0.001 per share | 08/12/2015 | S | 2,120 | D | \$ 32.01 <u>(7)</u> | 62,553 | D | <u>(3)</u> <u>(5)</u> |
| Common Stock, par value \$0.001 per share | 08/12/2015 | S | 5,794 | D | \$ 32.01 <u>(7)</u> | 170,946 | D | <u>(4)</u> <u>(5)</u> |
| Common Stock, par value \$0.001 per share | 08/12/2015 | S | 139,828 | D | \$ 32.01 <u>(7)</u> | 4,125,810 | I | See footnotes <u>(5)</u> |

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

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(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Insight Venture Partners VII, L.P. INSIGHT VENTURE ASSOCIATES VII, L.P. P.O. BOX 309 UGLAND HOUSE GRAND CAYMAN, E9 KY1-1104 | | X | | |
| Insight Venture Partners (Cayman) VII, L.P. INSIGHT VENTURE ASSOCIATES VII, L.P. P.O. BOX 309 UGLAND HOUSE GRAND CAYMAN, E9 KY1-1104 | | X | | |
| Insight Venture Partners VII (Co-Investors), L.P. INSIGHT VENTURE ASSOCIATES VII, L.P., P.O. BOX 309 UGLAND HOUSE GRAND CAYMAN, E9 KY1-1104 | | X | | |
| Insight Venture Partners (Delaware) VII, L.P. 680 FIFTH AVENUE 8TH FLOOR NEW YORK, NY 10019 | | X | | |
| Insight Venture Associates VII, L.P. INSIGHT VENTURE ASSOCIATES VII, L.P. P.O. BOX 309 UGLAND HOUSE GRAND CAYMAN, E9 KY1-1104 | | X | | |
| Insight Venture Associates VII, Ltd. INSIGHT VENTURE ASSOCIATES VII, L.P. P.O. BOX 309 UGLAND HOUSE GRAND CAYMAN, E9 KY1-1104 | | X | | |

Insight Holdings Group, LLC
680 FIFTH AVENUE
8TH FLOOR
NEW YORK, NY 10019

X

Signatures

INSIGHT VENTURE PARTNERS VII, L.P., By: Insight Venture Associates VII, L.P., its general partner, By: Insight Venture Associates VII, Ltd., its general partner, By: /s/ Mark Lessing

08/13/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) See Exhibit 99.1.
- (2) See Exhibit 99.1.
- (3) See Exhibit 99.1.
- (4) See Exhibit 99.1.
- (5) See Exhibit 99.1.
- (6) See Exhibit 99.1.
- (7) See Exhibit 99.1.

Remarks:

Exhibit List:

Exhibit 99.1 - Explanation of Responses

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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