

ServiceNow, Inc.  
Form 4  
February 15, 2013

**FORM 4**

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

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
JMI Equity Fund IV Trust

(Last) (First) (Middle)

100 INTERNATIONAL  
DRIVE, SUITE 19100

(Street)

BALTIMORE, MD 21202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
ServiceNow, Inc. [NOW]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/13/2013

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

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

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Common<br>Stock                       | 02/13/2013                              |                                                             | J                                    | Amount<br>8,958,602<br>(1) (2)                                          | Price<br>\$ 0<br>(3)                                                                                               | D                                                                       |                                                                                |

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

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(9-02)

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                               | Relationships |           |         |       |
|----------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                              | Director      | 10% Owner | Officer | Other |
| JMI Equity Fund IV Trust<br>100 INTERNATIONAL DRIVE<br>SUITE 19100<br>BALTIMORE, MD 21202    |               | X         |         |       |
| JMI Associates IV Trust<br>100 INTERNATIONAL DRIVE, SUITE 19100<br>BALTIMORE, MD 21202       |               | X         |         |       |
| JMI Equity Fund IV (AI) Trust<br>100 INTERNATIONAL DRIVE, SUITE 19100<br>BALTIMORE, MD 21202 |               | X         |         |       |
| JMI Associates IV (AI) Trust<br>100 INTERNATIONAL DRIVE, SUITE 19100<br>BALTIMORE, MD 21202  |               | X         |         |       |
| JMI Euro Equity Fund IV Trust<br>100 INTERNATIONAL DRIVE, SUITE 19100<br>BALTIMORE 21202     |               | X         |         |       |
| JMI Associates Euro IV Trust<br>100 INTERNATIONAL DRIVE, SUITE 19100<br>BALTIMORE, MD 21202  |               | X         |         |       |
| JMI Equity Fund V Trust<br>100 INTERNATIONAL DRIVE, SUITE 19100<br>BALTIMORE, MD 21202       |               | X         |         |       |
| JMI Associates V Trust<br>100 INTERNATIONAL DRIVE, SUITE 19100<br>BALTIMORE, MD 21202        |               | X         |         |       |
|                                                                                              |               | X         |         |       |

JMI Equity Fund V (AI) Trust  
 100 INTERNATIONAL DRIVE, SUITE 19100  
 BALTIMORE, MD 21202

JMI Associates V (AI) Trust  
 100 INTERNATIONAL DRIVE, SUITE 19100 X  
 BALTIMORE, MD 21202

## Signatures

|                                                                |            |
|----------------------------------------------------------------|------------|
| /s/ Harry S. Gruner, as Trustee, JMI Equity Fund IV Trust      | 02/15/2013 |
| __Signature of Reporting Person                                | Date       |
| /s/ Harry S. Gruner, as Trustee, JMI Associates IV Trust       | 02/15/2013 |
| __Signature of Reporting Person                                | Date       |
| /s/ Harry S. Gruner, as Trustee, JMI Equity Fund IV (AI) Trust | 02/15/2013 |
| __Signature of Reporting Person                                | Date       |
| /s/ Harry S. Gruner, as Trustee, JMI Associates IV (AI) Trust  | 02/15/2013 |
| __Signature of Reporting Person                                | Date       |
| /s/ Harry S. Gruner, as Trustee, JMI Euro Equity Fund IV Trust | 02/15/2013 |
| __Signature of Reporting Person                                | Date       |
| /s/ Harry S. Gruner, as Trustee, JMI Associates Euro IV Trust  | 02/15/2013 |
| __Signature of Reporting Person                                | Date       |
| /s/ Harry S. Gruner, as Trustee, JMI Equity Fund V Trust       | 02/15/2013 |
| __Signature of Reporting Person                                | Date       |
| /s/ Harry S. Gruner, as Trustee, JMI Associates V Trust        | 02/15/2013 |
| __Signature of Reporting Person                                | Date       |
| /s/ Harry S. Gruner, as Trustee, JMI Equity Fund V (AI) Trust  | 02/15/2013 |
| __Signature of Reporting Person                                | Date       |
| /s/ Harry S. Gruner, as Trustee, JMI Associates V (AI) Trust   | 02/15/2013 |
| __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)

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Represents (i) 1,329,677 shares of the Issuer's common stock ("Common Stock") distributed by JMI Equity Fund IV Trust ("Fund IV Trust") and 332,419 shares of Common Stock distributed by JMI Associates IV Trust ("GP IV Trust") to the beneficiaries of Fund IV Trust and GP IV Trust, respectively, on February 13, 2013, (ii) 105,297 shares of Common Stock distributed by JMI Equity Fund IV (AI) Trust ("Fund IV (AI) Trust") and 26,324 shares of Common Stock distributed by JMI Associates IV (AI) Trust ("GP IV (AI) Trust") to the beneficiaries of Fund IV (AI) Trust and GP IV (AI) Trust, respectively, on February 13, 2013, (iii) 424,585 shares of Common Stock distributed by JMI Euro Equity Fund IV Trust ("Euro Fund Trust") and 106,146 shares of Common Stock distributed by JMI Associates Euro IV Trust ("Euro GP Trust") to the beneficiaries of Euro Fund Trust and Euro GP Trust, respectively, on February 13, 2013, (Continued in footnote 2)

- (iv) 5,016,759 shares of Common Stock distributed by JMI Equity Fund V Trust ("Fund V Trust") and 1,254,189 shares of Common Stock distributed by JMI Associates V Trust ("GP V Trust") to the beneficiaries of Fund V Trust and GP V Trust, respectively, on February 13, 2013, and (v) 290,565 shares of Common Stock distributed by JMI Equity Fund V (AI) Trust ("Fund V (AI) Trust") and (2) 72,641 shares of Common Stock distributed by JMI Associates V (AI) Trust ("GP V (AI) Trust") to the beneficiaries of Fund V (AI) Trust and GP V (AI) Trust, respectively, on February 13, 2013. Each such distribution described herein (collectively, the "Distributions") was made for no consideration, and was made simultaneously with each of the other distributions described in this footnote and footnote (1).

- Immediately following the Distributions, (i) Fund IV Trust owns an aggregate of 3,242,469 shares of Common Stock and GP IV Trust owns an aggregate of 810,617 shares of Common Stock, (ii) Fund IV (AI) Trust owns an aggregate of 256,769 shares of Common Stock and GP IV (AI) Trust owns an aggregate of 64,192 shares of Common Stock, (iii) Euro Fund Trust owns an aggregate of 1,035,366 shares (3) of Common Stock and Euro GP Trust owns an aggregate of 258,842 shares of Common Stock, (iv) Fund V Trust owns an aggregate of 12,233,551 shares of Common Stock and GP V Trust owns an aggregate of 3,058,388 shares of Common Stock, and (v) Fund V (AI) Trust owns an aggregate of 708,554 shares of Common Stock and GP V (AI) Trust owns an aggregate of 177,139 shares of Common Stock.

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.