

SOURCEFIRE INC
Form 4
September 06, 2007

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 *
SIERRA VENTURES VIII A, LP

2. Issuer Name and Ticker or Trading Symbol
SOURCEFIRE INC [FIRE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2884 SAND HILL ROAD, SUITE 100

3. Date of Earliest Transaction (Month/Day/Year)
09/05/2007

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

(Street)
MENLO PARK, CA 94025

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

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 09/05/2007 | | J ⁽¹⁾ | 2,874,450 D | \$ 0 1,665,149 | I | See footnote(s) <u>(2)</u> <u>(3)</u> |

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

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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 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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|------------------------|
| | Director | 10% Owner | Officer | Other |
| SIERRA VENTURES VIII A, LP 2884 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025 | | X | | |
| SIERRA VENTURES VII LP/CA 2884 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025 | | | | See footnote(s) (2)(3) |
| SIERRA VENTURES ASSOCIATES VIII, LLC 2884 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025 | | | | See footnote(s) (2)(3) |
| SIERRA VENTURES ASSOCIATES VII, LLC 2884 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025 | | | | See footnote(s) (2)(3) |
| SIERRA VENTURES VIII B, LP 2884 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025 | | | | See footnote(s) (2)(3) |

Signatures

/s/ Tim Guleri, as Managing Director of Sierra Ventures Associates VIII, LLC, as General Partner for Sierra Ventures VIII-A, L.P. 09/06/2007
 __Signature of Reporting Person Date

/s/ Dave Schwab, as Managing Director of Sierra Ventures Associates VII, LLC, as General Partner for Sierra Ventures VII, L.P. 09/06/2007
 __Signature of Reporting Person Date

/s/ Tim Guleri, as Managing Director of Sierra Ventures Associates VIII, LLC 09/06/2007
 __Signature of Reporting Person Date

/s/ Dave Schwab, as Managing Director of Sierra Ventures Associates VII, LLC 09/06/2007

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__Signature of Reporting Person

Date

/s/ Tim Guleri, as Managing Director of Sierra Ventures Associates VIII, LLC, as General Partner for Sierra Ventures VIII-B, L.P.

09/06/2007

__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) Pro rata distribution from Sierra Ventures VII, L.P. ("Sierra VII"), Sierra Ventures VIII-A, L.P. ("Sierra VIII-A") and Sierra Ventures VIII-B, L.P. ("Sierra VIII-B") to their respective partners.

Includes 552,936 shares held by Sierra VII, 1,101,495 shares held by Sierra VIII-A and 10,718 shares held by Sierra VIII-B. Sierra Ventures Associates VII, LLC ("SVA VII") is the general partner of Sierra VII and possesses voting and dispositive power over the shares held by Sierra VII. SVA VII disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein. SVA VII also holds an additional 20,704 shares as nominee for its members. (continued onto Footnote 3)
- (2) (Continued from Footnote 2)...SVA VII does not have voting or dispositive power over such shares and disclaims beneficial ownership of such shares. Sierra Ventures Associates VIII, LLC ("SVA VIII") is the general partner of Sierra VIII-A and Sierra VIII-B and possesses voting and dispositive power over the shares held by Sierra VIII-A and Sierra VIII-B. SVA VIII disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein. SVA VIII also holds an additional 35,069 shares as nominee for its members. SVA VIII does not have voting or dispositive power over such shares and disclaims beneficial ownership of such shares.
- (3) voting and dispositive power over the shares held by Sierra VIII-A and Sierra VIII-B. SVA VIII disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein. SVA VIII also holds an additional 35,069 shares as nominee for its members. SVA VIII does not have voting or dispositive power over such shares and disclaims beneficial ownership of such shares.

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.