

FORM 4

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

(Print or Type Responses)

1. Name and Address of Reporting Person * HERCULES TECHNOLOGY GROWTH CAPITAL INC		2. Issuer Name and Ticker or Trading Symbol BOX INC [BOX]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) 400 HAMILTON AVENUE, SUITE 310		3. Date of Earliest Transaction (Month/Day/Year) 01/28/2015			
(Street) PALO ALTO, CA 94301		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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			
Existing Class A Common Stock	01/28/2015		C		803,052	A	(1) (2) (3) (4) (5) (6)	803,052	D	
Existing Class A Common Stock (7)	01/28/2015		J		803,052	D	(7)	0	D	
Existing Class A Common Stock	01/28/2015		C		661,695	A	(1) (8)	661,695	I	See footnote (9)
Existing Class A Common Stock (7)	01/28/2015		J		661,695	D	(7)	0	I	See footnote (9)

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

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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 Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series B Preferred Stock	(8)	01/28/2015		C		271,070		(8)	(8)	Existing Class A Common Stock	271,070	\$ 0	0	I	See footnote (9)
Series C Preferred Stock	(1)	01/28/2015		C		199,219		(1)	(1)	Existing Class A Common Stock	199,219	\$ 0	0	D	
Series D-1 Preferred Stock	(2)	01/28/2015		C		62,255		(2)	(2)	Existing Class A Common Stock	62,255	\$ 0	0	D	
Series C Preferred Stock	(1)	01/28/2015		C		390,625		(1)	(1)	Existing Class A Common Stock	390,625	\$ 0	0	I	See footnote (9)
Series D Preferred Stock	(4)	01/28/2015		C		158,133		(4)	(4)	Existing Class A Common Stock	158,133	\$ 0	0	D	

Series D-1 Preferred Stock	(2)	01/28/2015		C		124,511	(2)	(2)	Existing Class A Common Stock	124,511	\$ 0	0	D	
Series D-2 Preferred Stock	(5)	01/28/2015		C		220,751	(5)	(5)	Existing Class A Common Stock	220,751	\$ 0	0	D	
Series E Preferred Stock	(6)	01/28/2015		C		38,183	(6)	(6)	Existing Class A Common Stock	38,183	\$ 0	0	D	
Class B Common Stock	(10)	01/22/2015		J	803,052		(10)	(10)	Class A Common Stock	803,052	\$ 0	803,052	D	
Class B Common Stock	(10)	01/28/2015		J	661,695		(10)	(10)	Class A Common Stock	661,695	\$ 0	661,695	I	See footnote (9)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERCULES TECHNOLOGY GROWTH CAPITAL INC 400 HAMILTON AVENUE SUITE 310 PALO ALTO, CA 94301		X		

Signatures

s/s Ben Bang, Associate General Counsel	01/28/2015
	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) The Series C Preferred Stock automatically converted into Existing Class A Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (2) The Series D-1 Preferred Stock automatically converted into Existing Class A Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (3) The Series C Preferred Stock automatically converted into Existing Class A Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (4) The Series D Preferred Stock automatically converted into Existing Class A Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (5) The Series D-2 Preferred Stock automatically converted into Existing Class A Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (6) The Series E Preferred Stock automatically converted into Existing Class A Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (7) Immediately prior to the closing of the Issuer's initial public offering and following the conversion of each series of the Issuer's convertible preferred stock into Existing Class A Common Stock, each share of Existing Class A Common Stock was reclassified into one share of Class B Common Stock in an exempt transaction pursuant to Rule 16b-7.
- (8) The Series B Preferred Stock automatically converted into Existing Class A Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (9) Hercules Technology Growth Capital, Inc., the manager of Hercules Technology SBIC Management, LLC, the General Partner of Hercules Technology II, L.P., has sole voting and dispositive power with respect to the shares held by Hercules Technology II, L.P. and share voting and dispositive power with respect to the shares held by Hercules Technology II, L.P.
- (10) Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.

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

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