

Dillon Kevin E.  
Form 4  
May 02, 2012

**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 \*  
Dillon Kevin E.

(Last) (First) (Middle)

400 OYSTER POINT  
BOULEVARD, SUITE 325

(Street)

SOUTH SAN  
FRANCISCO, CA 94080

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ENVIVIO INC [ENVI]

3. Date of Earliest Transaction (Month/Day/Year)  
04/30/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 Ownership (Instr. 4) |           |   |                                       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-----------|---|---------------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |           |   |                                       |
| Common Stock                    | 04/30/2012                           |  | C                              |   | 671,155   | A  | ②  | 1,417,201 | I | By Atlantic Bridge Ventures GP Ltd. ② |
| Common Stock                    | 04/30/2012                           |  | S                              |   | 67,312  | D  | \$ 8.37                                    | 1,349,889 | I | By Atlantic Bridge Ventures GP Ltd. ② |



## 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 convertible G2 Preferred Stock and H2 Preferred Stock stock automatically converted into shares of common stock upon the closing of the Issuer's initial public offering, on a one-for-one basis and has no expiration date.  

The Reporting Person is a managing partner of Atlantic Bridge Ventures GP Ltd. The Reporting Person shares voting and dispositive
- (2) power over the securities held by this fund with Elaine Coughlan and Brian Long, each as Controlling Shareholders of the fund. Each of these individuals disclaim beneficial ownership of the reported securities except to the extent of his or her pecuniary interest therein.

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.