

JMI Associates V (AI) Trust  
 Form 4  
 August 07, 2013

**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 \*  
**JMI Equity Fund IV Trust**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**100 INTERNATIONAL  
 DRIVE, SUITE 19100**

3. Date of Earliest Transaction (Month/Day/Year)  
**08/06/2013**

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

(Street)  
**BALTIMORE, MD 21202**

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                    | 08/06/2013                           |  | J                              | (A) or (D) Price  | 6,914,884<br>(1) (2) \$ 0 0   | D  |   |

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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

  

| 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 |
| 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     |

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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/ Paul V. Barber, as Trustee, JMI Equity Fund IV Trust      | 08/07/2013 |
| <u>          </u> **Signature of Reporting Person             | Date       |
| /s/ Paul V. Barber, as Trustee, JMI Associates IV Trust       | 08/07/2013 |
| <u>          </u> **Signature of Reporting Person             | Date       |
| /s/ Paul V. Barber, as Trustee, JMI Equity Fund IV (AI) Trust | 08/07/2013 |
| <u>          </u> **Signature of Reporting Person             | Date       |
| /s/ Paul V. Barber, as Trustee, JMI Associates IV (AI) Trust  | 08/07/2013 |
| <u>          </u> **Signature of Reporting Person             | Date       |
| /s/ Paul V. Barber, as Trustee, JMI Euro Equity Fund IV Trust | 08/07/2013 |
| <u>          </u> **Signature of Reporting Person             | Date       |
| /s/ Paul V. Barber, as Trustee, JMI Associates Euro IV Trust  | 08/07/2013 |
| <u>          </u> **Signature of Reporting Person             | Date       |
| /s/ Paul V. Barber, as Trustee, JMI Equity Fund V Trust       | 08/07/2013 |
| <u>          </u> **Signature of Reporting Person             | Date       |
| /s/ Paul V. Barber, as Trustee, JMI Associates V Trust        | 08/07/2013 |
| <u>          </u> **Signature of Reporting Person             | Date       |
| /s/ Paul V. Barber, as Trustee, JMI Equity Fund V (AI) Trust  | 08/07/2013 |
| <u>          </u> **Signature of Reporting Person             | Date       |
| /s/ Paul V. Barber, as Trustee, JMI Associates V (AI) Trust   | 08/07/2013 |
| <u>          </u> **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) Represents (i) 1,026,339 shares of the Issuer's common stock ("Common Stock") distributed by JMI Equity Fund IV Trust ("Fund IV Trust") and 256,585 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 August 6, 2013, (ii) 81,275 shares of Common Stock distributed by JMI Equity Fund IV (AI) Trust ("Fund IV (AI) Trust") and 20,319 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 August 6, 2013, (iii) 327,725 shares of Common Stock distributed by JMI Euro Equity Fund IV Trust ("Euro Fund Trust") and 81,931 shares of Common Stock distributed by JMI Associates

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Euro IV Trust ("Euro GP Trust") to the beneficiaries of Euro Fund Trust and Euro GP Trust, respectively, on August 6, 2013, (Continued in footnote 2)

- (2) (iv) 3,872,289 shares of Common Stock distributed by JMI Equity Fund V Trust ("Fund V Trust") and 968,072 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 August 6, 2013, and (v) 224,279 shares of Common Stock distributed by JMI Equity Fund V (AI) Trust ("Fund V (AI) Trust") and 56,070 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 August 6, 2013. Each such distribution described herein was made for no consideration, and was made simultaneously with each of the other distributions described in this footnote.

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.