

SolarWinds, Inc.
Form 4
June 01, 2009

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 *
INSIGHT VENTURE PARTNERS
IV LP

(Last) (First) (Middle)

680 FIFTH AVENUE, 8TH FLOOR

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SolarWinds, Inc. [SWI]

3. Date of Earliest Transaction
(Month/Day/Year)
05/29/2009

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 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.001 per share	05/29/2009		S		65,100	D	\$ 12.5 (1)
Common Stock, par value \$0.001 per share	05/29/2009		S		517	D	\$ 12.5 (1)
Common Stock, par	05/29/2009		S		8,703	D	\$ 12.5
							1,494,555
							11,880
							199,810
							D (2)
							D (2)
							D (2)

Insight Venture Partners IV (Co-Investors), L.P.
680 FIFTH AVENUE
8TH FLOOR
NEW YORK, NY 10019

Insight Venture Partners IV (Cayman), L.P.
680 FIFTH AVENUE
8TH FLOOR
NEW YORK, NY 10019

X

Insight Venture Partners IV (Fund B), L.P.
680 FIFTH AVENUE
8TH FLOOR
NEW YORK, NY 10019

X

Insight Venture Associates IV, LLC
680 FIFTH AVENUE, 8TH FLOOR
NEW YORK, NY 10019

X

Insight Holdings Group, LLC
680 FIFTH AVENUE
8TH FLOOR
NEW YORK, NY 10019

X

Signatures

INSIGHT VENTURE PARTNERS IV, L.P. By: Insight Venture Associates IV, L.L.C., its
general partner, By: Insight Holdings Group, LLC, its managing member, By: /s/ Jeff Horing

06/01/2009

__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) See Exhibit 99.1.

(2) See Exhibit 99.1.

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.