ConforMIS Inc Form 3 June 30, 2015

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

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response...

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 *

Statement

(Month/Day/Year)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol ConforMIS Inc [CFMS]

Â Souviron Laurent

(Last) (First) (Middle) 06/30/2015

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O AGC EQUITY PARTNERS LIMITED, 33 DAVIES STREET, 1ST AND 2ND

FLOOR

(Street)

(State)

10% Owner _X_ Director Officer

(Check all applicable)

Other (give title below) (specify below)

LONDON, X0Â W1K 4LR

(Zip)

X Form filed by One Reporting Person Form filed by More than One

6. Individual or Joint/Group Filing(Check Applicable Line)

Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

(City)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

5. 4. Ownership Conversion or Exercise Form of Price of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Derivative Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series E-1 Preferred Stock	(1)	(1)	Common Stock	262,500	\$ <u>(1)</u>	I	See footnote. (2)
Series E-2 Preferred Stock	(3)	(3)	Common	487,500	\$ <u>(3)</u>	I	See footnote. (2)

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Souviron Laurent					
C/O AGC EQUITY PARTNERS LIMITED	â v	Â	â	â	
33 DAVIES STREET, 1ST AND 2ND FLOOR	АЛ	A	A	A	
LONDON. X0 W1K 4LR					

Signatures

/s/ Lan Marinelli, Attorney-in-Fact

06/30/2015

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- The Series E-1 Preferred Stock is convertible into Common Stock on a two-for-one basis into the number of shares of Common Stock as shown in column 3 at any time at the holder's election, and automatically upon the closing of the Issuer's initial public offering, and has no expiration date.
- The securities are directly held by AGC Equity Partners Special Opportunities Fund I L.P. ("AGC Equity Partners"). The Reporting

 (2) Person is affiliated with and has a pecuniary interest in AGC Equity Partners and disclaims beneficial ownership of all shares except to the extent of his pecuniary interest therein.
- The Series E-2 Preferred Stock is convertible into Common Stock on a two-for-one basis into the number of shares of Common Stock as shown in column 3 at any time at the holder's election, and automatically upon the closing of the Issuer's initial public offering, and has no expiration date.

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Remarks:

Exhibit 24 - Power of Attorney

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.

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