

SOURCEFIRE INC
Form 4
March 16, 2007

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 *
GULERI TIM

(Last) (First) (Middle)

2884 SAND HILL ROAD,, SUITE 100

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SOURCEFIRE INC [FIRE]

3. Date of Earliest Transaction (Month/Day/Year)
03/14/2007

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 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	03/14/2007		C		3,259,866	A	11	3,259,866	I	Held by limited partnership and limited liability company (2)
Common Stock	03/14/2007		S		166,200 (3)	D	\$ 15	3,093,666	I	Held by limited partnership and limited liability company (4)

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Common Stock 8,209 D

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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date		
				Code	V	(A)	(D)		Title	Amount Number Shares
Series A Convertible Preferred Stock	(5)	03/14/2007		C		851,585		(5) (1)	Common Stock	1,573,
Series A Convertible Preferred Stock	(5)	03/14/2007		C		16,394		(5) (1)	Common Stock	30,2
Series B Convertible Preferred Stock	(8)	03/14/2007		C		1,275,957		(8) (1)	Common Stock	785,6
Series B Convertible Preferred Stock	(8)	03/14/2007		C		32,419		(8) (1)	Common Stock	19,9
Series C Convertible Preferred Stock	(8)	03/14/2007		C		895,574		(8) (1)	Common Stock	551,4
Series C Convertible Preferred Stock	(8)	03/14/2007		C		27,020		(8) (1)	Common Stock	16,6
Series D Convertible Preferred	(8)	03/14/2007		C		445,779		(8) (1)	Common Stock	274,4

Stock

Series D

Convertible

Preferred

Stock

(8)

03/14/2007

C

13,450

(8)(1)Common
Stock

8,28

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GULERI TIM 2884 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025	X			

Signatures

/s/ Joseph M. Boyle as
Attorney-in-Fact

03/16/2007

**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) N/A.

(2) Includes 3,153,946 shares held by Sierra Ventures VIII-A, L.P. ("Sierra VIII-A"), 30,757 shares held by Sierra Ventures VIII-B, L.P. ("Sierra VIII-B"), Sierra Ventures Associates VIII, LLC ("SVA VIII") is the general partner of Sierra VIII-A and Sierra VIII-B and possesses voting and dispositive power over the shares held by Sierra VIII-A and Sierra VIII-B. The reporting person is a managing member of SVA VIII. The reporting person disclaims beneficial ownership of the shares reported herein, except to the extent of his pecuniary interest therein. Additionally, includes 23,842 shares held in the name of Sierra Ventures Associates VII, LLC ("SVA VII"), as nominee on behalf of Reporting Person and 51,321 shares held in the name of SVA VIII, as nominee on behalf of Reporting Person.

(3) Includes 161,488 shares held by Sierra VIII-A, 1,574 shares held by Sierra VIII-B, 1,046 shares disposed by SVA VII as nominee on behalf of Reporting Person, and 2,092 shares disposed by SVA VIII as nominee on behalf of Reporting Person.

(4) Includes 2,992,458 shares held by Sierra VIII-A, and 29,183 shares held by Sierra VIII-B. SVA VIII is the general partner of Sierra VIII-A and Sierra VIII-B and possesses voting and dispositive power over the shares held by Sierra VIII-A and Sierra VIII-B. The reporting person is a managing member of SVA VIII. The reporting person disclaims beneficial ownership of the shares reported herein, except to the extent of his pecuniary interest therein. Additionally, includes 22,796 shares are held in the name of SVA VII, as nominee on behalf of Reporting Person and 49,229 shares are held in the name of SVA VIII, as nominee on behalf of Reporting Person.

(5) These securities were automatically converted into Common Stock on a 1 to 1.84723 basis upon the closing of the Issuer's initial public offering.

(6) Includes 843,363 shares held by Sierra VIII-A, and 8,222 shares held by Sierra VIII-B. SVA VIII is the general partner of Sierra VIII-A and Sierra VIII-B and possesses voting and dispositive power over the shares held by Sierra VIII-A and Sierra VIII-B. The reporting person is a managing member of SVA VIII. SVA VIII also holds an additional 39,126 shares as nominee for its members. SVA VIII does not have voting or dispositive power over such shares. The reporting person disclaims beneficial ownership of the shares reported herein, except to the extent of his pecuniary interest therein.

(7) 5,465 shares are held in the name of SVA VII as nominee on behalf of Reporting Person and 10,929 shares are held in the name of SVA VIII, as nominee on behalf of Reporting Person.

(8) These securities were automatically converted into Common Stock on a 1 to 0.61576 basis upon the closing of the Issuer's initial public offering.

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- Includes 1,263,638 shares held by Sierra Ventures VIII-A and 12,319 shares held by Sierra Ventures VIII-B. SVA VIII is the general partner of Sierra VIII-A and Sierra VIII-B and possesses voting and dispositive power over the shares held by Sierra VIII-A and Sierra VIII-B. The reporting person is a managing member of SVA VIII. SVA III also holds an additional 94,544 shares as nominee for its members. SVA VIII does not have voting or dispositive power over such shares. The reporting person disclaims beneficial ownership of the shares reported herein, except to the extent of his pecuniary interest therein.
- (9)
- (10) 10,805 shares are held in the name of SVA VII, as nominee on behalf of Reporting Person and 21,614 shares are held in the name of SVA VIII, as nominee on behalf of Reporting Person.
- Includes 886,928 shares held by Sierra VIII-A, and 8,646 shares held by Sierra VIII-B. SVA VIII is the general partner of Sierra VIII-A and Sierra VIII-B and possesses voting and dispositive power over the shares held by Sierra VIII-A and Sierra VIII-B. The reporting person is a managing member of SVA VIII. SVA VIII also holds an additional 106,871 shares as nominee for its members. SVA VIII does not have voting or dispositive power over such shares. The reporting person disclaims beneficial ownership of the shares reported herein, except to the extent of his pecuniary interest therein.
- (11)
- (12) 7,694 shares are held in the name of SVA VII, as nominee on behalf of Reporting Person and 19,326 shares are held in the name of SVA VIII, as nominee on behalf of Reporting Person.
- Includes 441,455 shares held by Sierra Ventures VIII-A, and 4,324 shares held by Sierra Ventures VIII-B. SVA VIII is the general partner of Sierra VIII-A and Sierra VIII-B and possesses voting and dispositive power over the shares held by Sierra VIII-A and Sierra VIII-B. The reporting person is a managing member of SVA VIII. SVA VIII also holds an additional 53,196 shares as nominee for its members. SVA VIII does not have voting or dispositive power over such shares. The reporting person disclaims beneficial ownership of the shares reported herein, except to the extent of his pecuniary interest therein.
- (13)
- (14) 3,830 shares are held in the name of SVA VII, as nominee on behalf of Reporting Person and 9,620 shares are held in the name of SVA VIII, as nominee on behalf of Reporting Person.

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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