

Sullivan Jim
Form 4
April 02, 2019

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 *
Sullivan Jim

(Last) (First) (Middle)

8000 BENT BRANCH DRIVE

(Street)

IRVING, TX 75063

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Michaels Companies, Inc. [MIK]

3. Date of Earliest Transaction
(Month/Day/Year)
03/29/2019

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)
SVP - CAO & Controller

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	03/29/2019		M	3,187 A 11	17,144	D	
Common Stock	03/29/2019		F(2)	760 D \$ 11.42	16,384	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)

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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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Options (right to buy)	\$ 11.42	03/29/2019		A	33,001	<u>(3)</u> 03/28/2029	Common Stock 33,001
Restricted Stock Units	<u>(1)</u>	03/29/2019		A	33,001	<u>(4)</u> <u>(4)</u>	Common Stock 33,001
Restricted Stock Units	<u>(1)</u>	03/29/2019		M	3,187	<u>(5)</u> <u>(5)</u>	Common Stock 3,187

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sullivan Jim 8000 BENT BRANCH DRIVE IRVING, TX 75063			SVP - CAO & Controller	

Signatures

Michael J. Veitenheimer, as attorney-in-fact
 Date: 04/02/2019
 **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) Each restricted stock unit represents a contingent right to receive one share of common stock without the payment of additional consideration.
- (2) Withholding of common stock to satisfy reporting person's tax obligation upon the vesting of restricted stock units.
- (3) The option vests in four equal annual installments beginning on March 29, 2020, the first anniversary of the grant date.
- (4) The restricted stock units vest in four equal annual installments beginning on March 29, 2020, the first anniversary of the grant date.
- (5)

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On March 29, 2018, the reporting person was granted 12,747 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date.

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. n">0 (6)

Shared voting power

479,785

(7)

Sole dispositive power

0

(8)

Shared dispositive power

479,785

(9)

Aggregate amount beneficially owned by each reporting person

479,785

(10)

Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

N/A

(11)

Percent of class represented by amount in Row (9)

0.84%

Explanation of Responses:

(12)

Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HarbourVest 2007 Direct Associates LLC

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 479,785
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

479,785

(9) Aggregate amount beneficially owned by each reporting person

479,785

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Explanation of Responses:

N/A

(11) Percent of class represented by amount in Row (9)

0.84%

(12) Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HarbourVest Partners VIII-Venture Fund L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 239,893
(6) Shared voting power

beneficially

owned by 0
each (7) Sole dispositive power

reporting

person 239,893
(8) Shared dispositive power

with:

0

(9) Aggregate amount beneficially owned by each reporting person

239,893

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Explanation of Responses:

N/A

(11) Percent of class represented by amount in Row (9)

0.42%

(12) Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HarbourVest VIII-Venture Associates L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 239,893
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

239,893

(9) Aggregate amount beneficially owned by each reporting person

239,893

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Explanation of Responses:

N/A

(11) Percent of class represented by amount in Row (9)

0.42%

(12) Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HarbourVest VIII-Venture Associates LLC

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 239,893
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

239,893

(9) Aggregate amount beneficially owned by each reporting person

239,893

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Explanation of Responses:

N/A

(11) Percent of class represented by amount in Row (9)

0.42%

(12) Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HarbourVest/NYSTRS Co-Invest Fund L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 239,893
(6) Shared voting power

beneficially

owned by 0
each (7) Sole dispositive power

reporting

person 239,893
(8) Shared dispositive power

with:

0

(9) Aggregate amount beneficially owned by each reporting person

239,893

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Explanation of Responses:

N/A

(11) Percent of class represented by amount in Row (9)

0.42%

(12) Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HIPEP VI Select Associates L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 239,893
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

239,893

(9) Aggregate amount beneficially owned by each reporting person

239,893

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

N/A

(11) Percent of class represented by amount in Row (9)

0.42%

(12) Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HIPEP VI Select Associates LLC

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 239,893
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

239,893

(9) Aggregate amount beneficially owned by each reporting person

239,893

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Explanation of Responses:

N/A

(11) Percent of class represented by amount in Row (9)

0.42%

(12) Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HarbourVest Partners IX-Venture Fund L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 0
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

0
(9) Aggregate amount beneficially owned by each reporting person

0
(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Explanation of Responses:

N/A

(11) Percent of class represented by amount in Row (9)

0.00%

(12) Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HarbourVest IX-Venture Associates L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 0
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

0

(9) Aggregate amount beneficially owned by each reporting person

0

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Explanation of Responses:

N/A

(11) Percent of class represented by amount in Row (9)

0.00%

(12) Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HarbourVest IX-Venture Associates LLC

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 0
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

0
(9) Aggregate amount beneficially owned by each reporting person

0
(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

Explanation of Responses:

N/A

(11) Percent of class represented by amount in Row (9)

0.0%

(12) Type of reporting person (see instructions)

IA

CUSIP No. 94419L101

(1) Names of reporting persons

HarbourVest Partners LLC

(2) Check the appropriate box if a member of a group (see instructions)

(a) (b) N/A

(3) SEC use only

(4) Citizenship or place of organization

Delaware

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 959,571
each (7) Sole dispositive power

reporting

person 0
(8) Shared dispositive power

with:

959,571

(9) Aggregate amount beneficially owned by each reporting person

959,571

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

N/A

(11) Percent of class represented by amount in Row (9)

1.67%

(12) Type of reporting person (see instructions)

IA

Item 1(a) Name of issuer: **Wayfair, Inc.**

Item 1(b) Address of issuer's principal executive offices: **4 Copley Place, Boston, MA 02116**

2(a) Name of person filing:

This filing made on behalf of HarbourVest Partners 2007 Direct Fund L.P., HarbourVest Partners 2007 Direct Associates L.P., HarbourVest Partners 2007 Direct Associates LLC, HarbourVest Partners VIII-Venture Fund L.P., HarbourVest Partners VIII-Venture Associates L.P., HarbourVest Partners VIII-Venture Associates LLC, HarbourVest Partners /NYSTRS Co-Investment Fund L.P., HIPEP VI Select Associates L.P., HIPEP VI Select Associates LLC and HarbourVest Partners, LLC (HarbourVest).

2(b) Address or principal business office or, if none, residence:

The principal business office of each reporting person is One Financial Center, Boston, MA 02111

2(c) Citizenship: **Reporting entities are all organized and exist under the laws of the State of Delaware.**

2(d) Title of class of securities: **Class A Common**

2(e) CUSIP No.: **94419L101**

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

Explanation of Responses:

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- (j) A non-U.S. institution in accordance with §240.13d 1(b)(1)(ii)(J);
- (k) Group, in accordance with §240.13d 1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d 1(b)(1)(ii)(J), please specify the type of institution:

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:

Consists of 479,785 shares Class A Common Stock owned directly by HarbourVest Partners 2007 Direct Fund L.P. HarbourVest Partners LLC (HarbourVest) is the Managing Member of HarbourVest 2007 Direct Associates LLC, which is the General Partner of HarbourVest 2007 Direct Associates LLC, which is the General Partner of HarbourVest Partners 2007 Direct Fund L.P. Each of HarbourVest, HarbourVest 2007 Direct Associates LLC, and HarbourVest 2007 Direct Associates L.P. may be deemed to have a beneficial interest in the shares held by HarbourVest Partners 2007 Direct Fund L.P.

Voting and Investment power over the securities owned directly by HarbourVest Partners 2007 Direct Fund L.P. is exercised by the Investment Committee of HarbourVest. Each of HarbourVest, HarbourVest 2007 Direct Associates LLC, HarbourVest 2007 Direct Associates L.P. and the members of the HarbourVest Investment Committee disclaim beneficial ownership of the shares held directly by HarbourVest Partners 2007 Direct Fund L.P.

Consists of 239,893 shares Class A Common Stock owned directly by HarbourVest Partners VIII-Venture Fund L.P. HarbourVest is the Managing Member of HarbourVest VIII-Venture Associates LLC, which is the General Partner of HarbourVest VIII-Venture Associates L.P. which is the General Partner of HarbourVest Partners VIII-Venture Fund L.P. Each of HarbourVest, HarbourVest VIII-Venture Associates LLC, and HarbourVest VIII-Venture Associates L.P. may be deemed to have a beneficial interest in the shares held by HarbourVest Partners VIII-Venture Fund L.P.

Voting and Investment power over the securities owned directly by HarbourVest Partners VIII-Venture Fund L.P. is exercised by the Investment Committee of HarbourVest. Each of HarbourVest, HarbourVest VIII-Venture Associates LLC, HarbourVest VIII-Venture Associates L.P. and the members of the HarbourVest Investment Committee disclaim beneficial ownership of the shares held directly by HarbourVest Partners VIII-Venture Fund L.P.

Consists of 239,893 shares Class A Common Stock owned directly by HarbourVest/NYSTRS Co-Investment Fund L.P. HarbourVest is the Managing Member of HIPEP VI Select Associates LLC, which is the General Partner of HIPEP VI Select Associates L.P. which is the General Partner of HarbourVest/NYSTRS Co-Investment Fund L.P. Each of HarbourVest, HIPEP VI Select Associates LLC, and HIPEP VI Select Associates L.P. may be deemed to have a beneficial interest in the shares held by HarbourVest/NYSTRS Co-Investment Fund L.P.

Voting and Investment power over the securities owned directly by HarbourVest/NYSTRS Co-Invest Fund L.P. is exercised by the Investment Committee of HarbourVest. Each of HarbourVest, HIPEP VI Select Associates LLC, HIPEP VI Select Associates L.P. and the members of the HarbourVest Investment Committee disclaim beneficial ownership of the shares held directly by HarbourVest/NYSTRS Co-Invest Fund L.P.

Consists of 0 shares Class A Common Stock owned directly by HarbourVest Partners IX-Venture Fund L.P. HarbourVest is the Managing Member of HarbourVest Partners IX-Venture Associates LLC, which is the General Partner of HarbourVest Partners IX-Venture Associates L.P. which is the General Partner of HarbourVest Partners IX-Venture Fund L.P. Each of HarbourVest, HarbourVest Partners IX-Venture Associates LLC and HarbourVest Partners IX-Venture Associates L.P. may be deemed to have a beneficial interest in the shares held by HarbourVest Partners IX-Venture Fund L.P.

Voting and Investment power over the securities owned directly by HarbourVest Partners IX-Venture Fund L.P. is exercised by the Investment Committee of HarbourVest. Each of HarbourVest, HarbourVest Partners IX-Venture Associates LLC, HarbourVest Partners IX-Venture Associates L.P. and the members of the HarbourVest Investment Committee disclaim beneficial ownership of the shares held directly by HarbourVest Partners IX-Venture Fund L.P.

(b) Percent of class: **1.64% of Class A Common Stock (Percentage based on the Issuer's aggregate of 57,398,983 shares of Class A Common Stock outstanding as of December 31, 2017, as reported to HarbourVest Partners by Wayfair, Inc.'s Global Controller on January, 16, 2018.)**

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

HarbourVest Partners 2007 Direct Fund L.P. has the sole power to vote or to direct the vote of 479,785 shares of Class A Common Stock.

HarbourVest Partners VIII-Venture Fund L.P. has the sole power to vote or to direct the vote of 239,893 shares of Class A Common Stock.

HarbourVest/NYSTRS Co-Invest Fund L.P. has the sole power to vote or to direct the vote of 239,893 shares of Class A Common Stock.

HarbourVest Partners IX-Venture Fund L.P. has the sole power to vote or to direct the vote of 0 shares of Class A Common Stock.

(ii) Shared power to vote or to direct the vote:

HarbourVest, HarbourVest 2007 Direct Associates L.P. and HarbourVest 2007 Direct Associates LLC may be deemed to have shared power to vote or to direct the vote of 479,785 shares Class A Common Stock held by HarbourVest Partners 2007 Direct Fund L.P.

HarbourVest, HarbourVest VIII-Venture Associates L.P. and HarbourVest VIII-Venture Associates LLC may be deemed to have shared power to vote or to direct the vote of 239,893 shares Class A Common Stock held by HarbourVest Partners VIII-Venture Fund L.P.

HarbourVest, HIPEP VI Select Associates L.P. and HIPEP VI Select Associates LLC may be deemed to have shared power to vote or to direct the vote of 239,893 shares Class A Common Stock held by HarbourVest/NYSTRS Co-Invest Fund L.P.

HarbourVest, HarbourVest IX-Venture Associates L.P. and HarbourVest IX-Venture Associates LLC may be deemed to have shared power to vote or to direct the vote of 0 shares of Class A Common Stock held by HarbourVest Partners IX-Venture Fund L.P.

(iii) Sole power to dispose or to direct the disposition of:

HarbourVest Partners 2007 Direct Fund L.P. has the sole power to dispose or to direct the disposition of 479,785 shares of Class A Common Stock.

HarbourVest Partners VIII-Venture Fund L.P. has the sole power to dispose or to direct the disposition of 239,893 shares of Class A Common Stock.

HarbourVest/NYSTRS Co-Invest Fund L.P. has the sole power to dispose or to direct the disposition of 239,893 shares of Class A Common Stock.

HarbourVest Partners IX-Venture Fund L.P. has the sole power to dispose or to direct the disposition of 0 shares of Class A Common Stock.

(iv) Shared power to dispose or to direct the disposition of:

HarbourVest, HarbourVest 2007 Direct Associates L.P. and HarbourVest 2007 Direct Associates LLC may be deemed to have shared power to dispose or to direct the disposition of 479,785 shares Class A Common Stock held by HarbourVest Partners 2007 Direct Fund L.P.

HarbourVest, HarbourVest VIII-Venture Associates L.P. and HarbourVest VIII-Venture Associates LLC may be deemed to have shared power to dispose or to direct the disposition of 239,893 shares Class A Common Stock held by HarbourVest Partners VIII-Venture Fund L.P.

HarbourVest, HIPEP VI Select Associates L.P. and HIPEP VI Select Associates LLC may be deemed to have shared power to dispose or to direct the disposition of 239,893 shares Class A Common Stock held by HarbourVest/NYSTRS Co-Invest Fund L.P.

HarbourVest, HarbourVest IX-Venture Associates L.P. and HarbourVest IX-Venture Associates LLC may be deemed to have shared power to dispose or to direct disposition of 0 shares of Class A Common Stock held by HarbourVest Partners IX-Venture Fund L.P.

Item 5. Ownership of 5 Percent or Less of a Class. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following .

Item 6. Ownership of More than 5 Percent on Behalf of Another Person. **See Item 4 above.**

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person. **Not Applicable.**

Item 8. Identification and Classification of Members of the Group.

SEE EXHIBIT A

Item 9. Notice of Dissolution of Group. **Not Applicable.**

Item 10. Certifications

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a 11.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2018

HarbourVest Partners LLC

By: /s/ Danielle M. Green
Name: Danielle M. Green
Title: Chief Compliance Officer

**HarbourVest Partners 2007 Direct Fund
L.P.**

By: HarbourVest 2007 Direct Associates L.P.,
its General Partner
By: HarbourVest Partners 2007 Associates
LLC, its General Partner
By: HarbourVest Partners, LLC, its Managing
Member

By: /s/ Danielle M. Green
Name: Danielle M. Green
Title: Chief Compliance Officer

HarbourVest 2007 Direct Associates L.P.

By: HarbourVest Partners 2007 Associates
LLC, its General Partner

By: HarbourVest Partners, LLC, its Managing
Member

By: /s/ Danielle M. Green

Name: Danielle M. Green

Title: Chief Compliance Officer

HarbourVest 2007 Direct Associates LLC

By: HarbourVest Partners, LLC, its Managing
Member

By: /s/ Danielle M. Green

Name: Danielle M. Green

Title: Chief Compliance Officer

HarbourVest Partners VIII-Venture Fund L.P.

By: HarbourVest VIII-Venture Associates L.P., its General Partner

By: HarbourVest VIII-Venture Associates LLC, its General Partner

By: HarbourVest Partners, LLC, its Managing Member

By: /s/ Danielle M. Green

Name: Danielle M. Green

Title: Chief Compliance Officer

HarbourVest VIII-Venture Associates L.P.

By: HarbourVest VIII-Venture Associates LLC, its General Partner

By: HarbourVest Partners, LLC, its Managing Member

By: /s/ Danielle M. Green

Name: Danielle M. Green

Title: Chief Compliance Officer

HarbourVest VIII-Venture Associates LLC

By: HarbourVest Partners, LLC, its Managing Member

By: /s/ Danielle M. Green

Name: Danielle M. Green

Title: Chief Compliance Officer

HarbourVest/NYSTRS Co-Invest Fund L.P.

By: HIPEP VI Select Associates L.P., its General Partner

By: HIPEP VI Select Associates LLC, its General Partner

By: HarbourVest Partners, LLC, its Managing Member

By: /s/ Danielle M. Green

Name: Danielle M. Green

Title: Chief Compliance Officer

HIPEP VI Select Associates L.P.

By: HIPEP VI Select Associates LLC, its General Partner

By: HarbourVest Partners, LLC, its Managing Member

By: /s/ Danielle M. Green

Name: Danielle M. Green

Title: Chief Compliance Officer

HIPEP VI Select Associates LLC

By: HarbourVest Partners, LLC, its Managing
Member

By: /s/ Danielle M. Green

Name: Danielle M. Green

Title: Chief Compliance Officer

HarbourVest Partners IX-Venture Fund L.P.

By: HarbourVest IX-Venture Associates L.P.,
its General Partner

By: HarbourVest IX-Venture Associates LLC,
its General Partner

By: HarbourVest Partners, LLC, its Managing
Member

By: /s/ Danielle M.

Green

Name: Danielle M. Green

Title: Chief Compliance Officer

HarbourVest IX-Venture Associates L.P.

By: HarbourVest IX-Venture Associates LLC,
its General Partner

By: HarbourVest Partners, LLC, its Managing
Member

By: /s/ Danielle M.

Green

Name: Danielle M. Green

Title: Chief Compliance Officer

HarbourVest IX-Venture Associates LLC

By: HarbourVest Partners, LLC, its Managing
Member

By: /s/ Danielle M.

Green

Name: Danielle M. Green

Title: Chief Compliance Officer