## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13G**

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to Rules 13d-1(b), (c), and (d) and Amendments Thereto Filed Pursuant to Rule 13d-2 (Amendment No.)\*

# SERVICENOW, INC.

(Name of Issuer)

COMMON STOCK (Title of Class of Securities)

> 81762P102 (CUSIP Number)

**December 31, 2012** (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

 $\Box$  Rule 13d-1(c)

⊠ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

CUSI	JSIP No. 81762P102 Page 2 of 28 Pages					
1.	Names of reporting persons JMI Equity Fund V Trust					
	I.R.S. Id 80-623		ification nos. of above persons (entities only) 126			
2.	(a) 🗆	(1	appropriate box if a member of a group (see instructions) (b) ⊠			
3.	SEC use	onl	ly			
4.	Citizensl	nip o	or place of organization			
	Dela	wa	are			
		5.	Sole voting power			
Nu	umber of		0			
:	shares neficially	6.	Shared voting power			
	vned by		17,250,310			
re	each porting	7.	Sole dispositive power			
	person		0			
	with	8.	Shared dispositive power			
			17,250,310			
9.	Aggrega	te ai	amount beneficially owned by each reporting person			
	17,250,310					
10.	Check b	ox if	if the aggregate amount in Row (9) excludes certain shares (see instructions) $\Box$			
11.	Percent	of cl	class represented by amount in Row 9			
	13.7%					
12.	Type of a	repo	orting person (see instructions)			
	00					

001						
1.	Names of reporting persons					
			ciates V Trust			
	I.R.S. Identification nos. of above persons (entities only)					
	90-622					
2.	Check th	e ap	propriate box if a member of a group (see instructions)			
	(a) 🗆		b) 🗵			
_						
3.	SEC use	onl	y			
4	Citizonal		ny place of experimetion			
4.	Citizensi	про	or place of organization			
	Dela	wa	re			
	Delu	5.	Sole voting power			
		5.	Sole volling power			
Nu	mber of		0			
	shares	6.	Shared voting power			
	eficially					
	vned by		4,312,577			
	each	7.	Sole dispositive power			
re	porting					
-	person		0			
	with	8.	Shared dispositive power			
			4,312,577			
9.	Aggrega	te ai	mount beneficially owned by each reporting person			
4,312,577						
10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)		f the aggregate amount in Row (9) excludes certain shares (see instructions) $\Box$				
11. Percent of clas		ot cl	ass represented by amount in Row 9			
3.4%						
10						
12.	Type of 1	epo	rting person (see instructions)			
	00					

CUSI	JSIP No. 81762P102 Page 4 of 28 Pages					
1.	<ul> <li>Names of reporting persons</li> <li>JMI Equity Fund V (AI) Trust</li> </ul>					
			tification nos. of above persons (entities only)			
0	38-706					
2.	(a) □		appropriate box if a member of a group (see instructions) (b) ⊠			
3.	SEC use	onl	ıly			
4.	Citizensl	nip o	or place of organization			
	Dela	wa	are			
		5.	. Sole voting power			
Nu	mber of		0			
5	shares	6.	. Shared voting power			
	neficially vned by		999,119			
	each porting	7.	. Sole dispositive power			
I	person		0			
	with	8.	. Shared dispositive power			
			999,119			
9.	Aggrega	te ai	amount beneficially owned by each reporting person			
	999,119					
10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)						
11.	Percent o	of cl	class represented by amount in Row 9			
	0.8%	Ď				
12.	Type of a	repo	orting person (see instructions)			
	00					

CUSI	JSIP No. 81762P102 Page 5 of 28 Pages					
1.			eporting persons ociates V (AI) Trust			
	I.R.S. Id 80-623		tification nos. of above persons (entities only) 399			
2.	Check th (a) $\Box$		appropriate box if a member of a group (see instructions) (b) 区			
3.	SEC use	only	ıly			
4.	Citizensl	nip o	o or place of organization			
1	Dela	wa	are			
		5.	. Sole voting power			
Nu	mber of		0			
5	shares eficially	6.	. Shared voting power			
ov	vned by		249,780			
	each porting	7.	. Sole dispositive power			
I	person		0			
	with	8.	. Shared dispositive power			
			249,780			
9.	Aggrega	te ai	amount beneficially owned by each reporting person			
	249,	780	30			
10.						
11.	11. Percent of class represented by amount in Row 9					
	0.2%					
12.	Type of a	repo	porting person (see instructions)			
	00					

CUSI	USIP No. 81762P102 Page 6 of 28 Pages					
1.	1. Names of reporting persons JMI Equity Fund IV Trust					
	38-706	543				
2.	Check th (a) $\Box$		ppropriate box if a member of a group (see instructions) (b) ⊠			
3.	SEC use	onl	ly			
4.	Citizensl	ip o	or place of organization			
	Dela	wa	are			
		5.	Sole voting power			
Nu	mber of		0			
5	shares eficially	6.	Shared voting power			
ov	vned by		4,572,146			
	each porting	7.	Sole dispositive power			
I	oerson		0			
	with	8.	Shared dispositive power			
			4,572,146			
9.	Aggrega	te ai	amount beneficially owned by each reporting person			
	4,57	2,1	L46			
10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)						
11.	Percent	of cl	class represented by amount in Row 9			
	3.6%					
12.	Type of a	repo	orting person (see instructions)			
	00					

CUSI	USIP No. 81762P102 Page 7 of 28 Pages					
1.	. Names of reporting persons JMI Associates IV Trust					
	I.R.S. Id 46-635		tification nos. of above persons (entities only) 337			
2.	(a) 🗆	(	appropriate box if a member of a group (see instructions) (b) ⊠			
3.	SEC use	onl	ıly			
4.	Citizensl	nip o	o or place of organization			
	Dela	wa	are			
		5.	. Sole voting power			
Nu	mber of		0			
	shares eficially	6.	. Shared voting power			
	vned by		1,143,036			
	each porting	7.	. Sole dispositive power			
I	oerson		0			
	with	8.	. Shared dispositive power			
			1,143,036			
9.	Aggrega	te a	amount beneficially owned by each reporting person			
	1,143,036					
10.	10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)					
11.	Percent o	of cl	class represented by amount in Row 9			
	0.9%					
12.	Type of 1	repo	porting person (see instructions)			
	00					

ISIP No. 81762P102 Page 8 of 28 Pages					
1. Names of reporting persons					
JMI Euro Equity Fund IV Trust					
(a) 🗆					
SEC use	only	ly			
Citizensl	nip c	or place of organization			
Dela	wa	are			
	5.	. Sole voting power			
mber of		0			
hares	6.	. Shared voting power			
ned by		1,459,951			
each porting	7.	. Sole dispositive power			
erson		0			
with	8.	. Shared dispositive power			
		1,459,951			
Aggrega	te ar	amount beneficially owned by each reporting person			
1,459,951					
10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)					
11. Percent of class represented by amount in Row 9					
1.2%					
Type of a	repo	orting person (see instructions)			
00					
	JMI Eu I.R.S. Idd 46-635 Check th (a) SEC use Citizensh Dela mber of hares eficially med by each porting erson with Aggrega 1,459 Check bo Percent of 1.2%	JMI Euro I.R.S. Ident 46-63575 Check the a (a) □ SEC use on Citizenship Delaw Delaw mber of hares 6. eficially red by each 7. porting erson 8. Aggregate a 1,459,9 Check box Percent of 0 1.2% Type of rep	JMI Euro Equity Fund IV Trust  I.R.S. Identification nos, of above persons (entities only) 46-6357535  Check the appropriate box if a member of a group (see instructions) (a)  (b)  SEC use only  Citizenship or place of organization  Delaware  ficially and by an		

1.       Names of reporting persons JMI Associates Euro IV Trust I.R.S. Identification nos. of above persons (entities only) 30-6338863         2.       Check the appropriate box if a member of a group (see instructions) (a) □ (b) ⊠         3.       SEC use only         4.       Citizenship or place of organization Delaware         5.       Sole voting power         0       6.         6.       Shared voting power         0       364,988         7.       Sole dispositive power         0       8.         8.       Shared slopositive power         0       8.         9.       Aggregate amount beneficially owned by each reporting person         364,988       10.         10.       Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)         11.       Percent of class represented by amount in Row 9         0.3%       0.3%	CUSI	USIP No. 81762P102 Page 9 of 28 Pages					
30-6338863         2.       Check the appropriate box if a member of a group (see instructions) (a) $\Box$ (b) $\boxtimes$ 3.       SEC use only         4.       Citizensity or place of organization <b>Delayate</b> 0         5.       Sole voting power         6.       Shared voting power         7.       Sole dispositive power         9.       Aggregate         9.       Aggregate amount in Row (9) excludes certain shares (see instructions)         10.       Check box if the aggregate amount in Row 9         0.3%       0.3%	1.						
(a)       (b) (b)         3.       SEC use only         4.       Citizenship or place of organization         Delaware       0         shares       0         beneficially       364,988         venethy       364,988         9.       Aggregate amount beneficially owned by each reporting person         364,988       364,988         10.       Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)         11.       Percent of class represented by amount in Row 9         0.3%       0.3%		30-633	886	63			
4.       Citizenship or place of organization         Delaware         Number of shares         5.       Sole voting power         0         shares         beneficially         owned by each         7.       Sole dispositive power         0         shared dispositive power         0         8.       Shared dispositive power         364,988         0         8.       Shared dispositive power         364,988         10.       Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)         11.       Percent of class represented by amount in Row 9         0.3%         12.       Type of reporting person (see instructions)	2.						
Delaware         Delaware         Number of shares       5.       Sole voting power         o       0	3.	SEC use	only	ly			
Number of shares beneficially owned by each reporting person with       5.       Sole voting power         0	4.	Citizensl	ip c	or place of organization			
Number of shares beneficially owned by each reporting person     0       1     6     Shared voting power 364,988       7     Sole dispositive power 0       8     Shared dispositive power 364,988       9     Aggregate amount on Beneficially owned by each reporting person 364,988       9     Aggregate amount in Row (9) excludes certain shares (see instructions)       10     Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)       11.     Percent of class represented by amount in Row 9       0.3%		Dela	wa	re			
Shares       6.       Shared voting power         shares       364,988         each       7.       Sole dispositive power         reporting       0         person       0         with       8.       Shared dispositive power         364,988       364,988         9.       Aggregate amount beneficially owned by each reporting person         364,988       364,988         10.       Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)       □         11.       Percent of class represented by amount in Row 9       0.3%         12.       Type of reporting person (see instructions)       □			5.	Sole voting power			
shares beneficially owned by each reporting person6.Shared voting power7. $364,988$ 9.09.09. $364,988$ 9. $364,98$	Nu	mber of		0			
owned by       364,988         reporting       7       Sole dispositive power         person       0         with       8       Shared dispositive power         364,988       364,988         9.       Aggregate       364,988         10.       Check box is the aggregate amount in Row (9) excludes certain shares (see instructions)       □         11.       Percent of class represented by amount in Row 9	5	shares	6.	Shared voting power			
reporting person with     0       8.     Shared dispositive power       364,988       9.     Aggregate amount beneficially owned by each reporting person       364,988       10.     Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)       11.     Percent of class represented by amount in Row 9       0.3%	ov	vned by					
with 8. Shared dispositive power   364,988     9.   Aggregate amount beneficially owned by each reporting person   364,988   10.   Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)   11.   Percent of class represented by amount in Row 9   0.3%   12.   Type of reporting person (see instructions)			7.	Sole dispositive power			
b. Shared dispositive power   364,988     9.   Aggregate amount beneficially owned by each reporting person   364,988     10.   Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)     11.   Percent of class represented by amount in Row 9   0.3%     12.   Type of reporting person (see instructions)							
<ul> <li>9. Aggregate amount beneficially owned by each reporting person</li> <li>364,988</li> <li>10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)</li> <li>11. Percent of class represented by amount in Row 9</li> <li>0.3%</li> <li>12. Type of reporting person (see instructions)</li> </ul>		with	8.	Shared dispositive power			
364,988         10.       Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)         11.       Percent of class represented by amount in Row 9         0.3%         12.       Type of reporting person (see instructions)							
10.       Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)         11.       Percent of class represented by amount in Row 9         0.3%         12.       Type of reporting person (see instructions)	9.	Aggrega	te ai	mount beneficially owned by each reporting person			
10.       Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)         11.       Percent of class represented by amount in Row 9         0.3%         12.       Type of reporting person (see instructions)		364.988					
0.3%       12. Type of reporting person (see instructions)	10.						
12. Type of reporting person (see instructions)	11.	Percent o	of cl	lass represented by amount in Row 9			
		0.3%	ź				
00	12.	Type of a	repo	orting person (see instructions)			
		00					

CUSI	JSIP No. 81762P102 Page 10 of 28 Pages					
1.	Names of reporting persons JMI Equity Fund IV (AI) Trust					
	I.R.S. Id 61-646		fication nos. of above persons (entities only) 56			
2.	Check th (a) $\Box$		ppropriate box if a member of a group (see instructions) b) 凶			
3.	SEC use	only	у			
4.		-	or place of organization			
	Dela	wa	re			
		5.	Sole voting power			
Nu	mber of		0			
5	shares	6.	Shared voting power			
	eficially vned by		362,066			
	each porting	7.	Sole dispositive power			
I	person		0			
	with	8.	Shared dispositive power			
			362,066			
9.	Aggrega	te ar	mount beneficially owned by each reporting person			
362,066						
10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)		ox if	f the aggregate amount in Row (9) excludes certain shares (see instructions)			
11.     Percent of class represented by amount in Row 9						
	0.3%					
12.	Type of a	repo	orting person (see instructions)			
	00					

051	SIF NO. 01/02F102 Fage 11 01 20 Fages				
1.	Names of reporting persons				
	JMI Associates IV (AI) Trust				
			fication nos. of above persons (entities only)		
	32-626	245	57		
2.	Check th	e ap	propriate box if a member of a group (see instructions)		
	(a) 🗆	()	b) 🛛		
3.	SEC use	1	-		
3.	SEC use	oni	y .		
4.	Citizensl	nip o	or place of organization		
	Dela				
	Dela				
		5.	Sole voting power		
Nu	mber of		0		
	shares	6.	Shared voting power		
ben	eficially				
07	vned by		90,516		
	each	7.	Sole dispositive power		
	porting				
-	person		0		
	with	8.	Shared dispositive power		
			90,516		
9.	Aggroga	0.01	nount beneficially owned by each reporting person		
5.	Aggrega	.e ai	nount beneficially owned by each reporting person		
90,516					
10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)		the aggregate amount in Row (9) excludes certain shares (see instructions)			
11. Percent		of cl	ass represented by amount in Row 9		
	0.1%				
12.					
12.	Type of I	epo	ווווא אבוזסוו (זכב ווזמו מכנוסווז)		
	00				

13G

1.	Names o	f re	porting persons
			fication nos. of above persons (entities only)
	Paul V.		
2.			propriate box if a member of a group (see instructions)
	(a) 🗆	()	b) ⊠
2	SEC use	onl	
3.	SEC use	om	y .
4.	Citizensl	nip o	or place of organization
	Unit	ed :	States
		5.	Sole voting power
Nu	imber of		0
	shares	6.	Shared voting power
	neficially		
	vned by		29,344,538
	each	7.	Sole dispositive power
	porting		
-	person with		0
	witti	8.	Shared dispositive power
			29,344,538
9.	Aggrega	te ai	nount beneficially owned by each reporting person
	29,3	11	538
10.			the aggregate amount in Row (9) excludes certain shares (see instructions)
10.		UA II	
11.	Percent of	of cl	ass represented by amount in Row 9
	23.2	%	
12.			rting person (see instructions)
	JF	· r •	
	IN		
,,			

1.			porting persons	
	I.R.S. Id	enti	ication nos. of above persons (entities only)	
	Uarra 6			
2.	Harry S		propriate box if a member of a group (see instructions)	
۷.	(a) $\Box$		propriate box if a memoer of a group (see instructions) $\supset$	
3.	SEC use	onl	y .	
	<u> </u>			
4.	Citizensi	nıp o	or place of organization	
	Unit	ed :	States	
		5.	Sole voting power	
Nu	imber of		0	
	shares	6.	Shared voting power	
	neficially		30,804,489	
	vned by each	7.	Sole dispositive power	
	porting	7.	Sole dispositive power	
	person		0	
	with	8.	Shared dispositive power	
			30,804,489	
9.	Aggrega	te ai	nount beneficially owned by each reporting person	
	30,8	04.	489	
10.			the aggregate amount in Row (9) excludes certain shares (see instructions)	
11.	Percent o	of cl	ass represented by amount in Row 9	
	24.4	0/		
12.			rting person (see instructions)	
12.	Type of 1	repo	iung person (see msuucuons)	
	IN			
L				

1.				
	I.R.S. Identification nos. of above persons (entities only)			
		_		
		Charles E. Noell III		
2.		Check the appropriate box if a member of a group (see instructions)		
	(a) 🗆	(ł		
3.	. SEC use only			
4.	. Citizenship or place of organization			
	Unit	United States		
		5.	Sole voting power	
Nu	mber of		362,005	
	shares	6.	Shared voting power	
beneficially				
owned by			29,344,538	
each reporting		7.	Sole dispositive power	
I	person		362,005	
	with	8.	Shared dispositive power	
			29,344,538	
9.	Aggregate amount beneficially owned by each reporting person			
	29,706,543			
10.	Check box if the aggregate amount in Row (9) excludes certain shares (see instructions)			
11.	. Percent of class represented by amount in Row 9			
	23.5%			
12.	Type of reporting person (see instructions)			
	IN			
L				

#### Item 1(a). Name of Issuer:

ServiceNow, Inc. (the "Issuer")

#### Item 1(b). Address of Issuer's Principal Executive Offices:

4810 Eastgate Mall San Diego, California 92121

#### Item 2(a). Name of Person Filing:

This statement is being filed by the following persons with respect to the shares of Common Stock of the Issuer directly owned by JMI Equity Fund V Trust ("Fund V Trust"), JMI Associates V Trust ("GP V Trust"), JMI Equity Fund V (AI) Trust ("Fund V (AI) Trust"), JMI Associates V (AI) Trust ("GP V (AI) Trust" and, together with Fund V Trust, GP V Trust and Fund V (AI) Trust, collectively, the "JMI V Trusts"), JMI Equity Fund IV Trust ("Fund IV Trust"), JMI Associates IV Trust ("GP IV Trust"), JMI Euro Equity Fund IV Trust ("Euro Fund Trust"), JMI Associates Euro IV Trust ("Euro GP Trust"), JMI Equity Fund IV (AI) Trust ("Fund IV (AI) Trust") and JMI Associates IV (AI) Trust ("GP IV (AI) Trust" and, together with Fund IV Trust, GP IV Trust, Euro Fund Trust, Euro GP Trust, Fund IV (AI) Trust and the JMI V Trusts, collectively, the "JMI Trusts"):

- (i) The JMI Trusts;
- (ii) Harry S. Gruner, a co-trustee of each of the JMI Trusts;
- (iii) Paul V. Barber, a co-trustee of each of the JMI V Trusts, Fund IV Trust, GP IV Trust, Euro GP Trust, Fund IV (AI) Trust and GP IV (AI) Trust; and
- (iv) Charles Noell III, in his individual capacity and as a co-trustee of each of the JMI V Trusts, Fund IV Trust, GP IV Trust, Euro GP Trust, Fund IV (AI) Trust and GP IV (AI) Trust.

The JMI Trusts and Messrs. Barber, Gruner and Noell are sometimes individually referred to herein as a "Reporting Person" and collectively as the "Reporting Persons."

#### Item 2(b). Address of Principal Business Office or, if None, Residence:

Address for each Reporting Person: c/o JMI Management, Inc. 100 International Drive Suite 19100 Baltimore, Maryland 21202 Attention: Harry S. Gruner

#### Item 2(c). Citizenship:

Fund V Trust – Delaware GP V Trust – Delaware Fund V (AI) Trust – Delaware GP V (AI) Trust – Delaware Fund IV Trust – Delaware GP IV Trust – Delaware Euro Fund Trust – Delaware Euro GP Trust – Delaware Fund IV (AI) Trust – Delaware GP IV (AI) Trust – Delaware Paul V. Barber – United States Harry S. Gruner – United States Charles E. Noell III – United States

#### Item 2(d). Title of Class of Securities:

Common Stock, par value \$0.001 per share

#### Item 2(e). CUSIP Number:

81762P102

#### Item 3. If this statement is filed pursuant to Rule 13d-1(b) or Rule 13d-2(b) or (c), check whether the person filing is a:

- (a)  $\Box$  Broker or dealer registered under Section 15 of the Exchange Act.
- (b)  $\Box$  Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c)  $\Box$  Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d) 🛛 Investment company registered under Section 8 of the Investment Company Act.

- (g)  $\Box$  A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h)  $\Box$  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) 🛛 A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j)  $\Box$  Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Not applicable.

#### Item 4. Ownership.

- For Fund V Trust:
- (a) Amount beneficially owned: 17,250,310 shares of Common Stock
- (b) Percent of class: 13.7%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 17,250,310
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 17,250,310
- For GP V Trust:
- (a) Amount beneficially owned: 4,312,577 shares of Common Stock
- (b) Percent of class: 3.4%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 4,312,577
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 4,312,577
- For Fund V (AI) Trust:
- (a) Amount beneficially owned: 999,119 shares of Common Stock
- (b) Percent of class: 0.8%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (iii) Shared power to vote or to direct the vote: 999,119
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (v) Shared power to dispose or to direct the disposition of: 999,119

For GP V (AI) Trust:

- (a) Amount beneficially owned: 249,780 shares of Common Stock
- (b) Percent of class: 0.2%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
    - (iv) Shared power to vote or to direct the vote: 249,780
    - (iii) Sole power to dispose or to direct the disposition of: 0
    - (vi) Shared power to dispose or to direct the disposition of: 249,780
- For Fund IV Trust:
- (a) Amount beneficially owned: 4,572,146 shares of Common Stock
- (b) Percent of class: 3.6%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
    - (v) Shared power to vote or to direct the vote: 4,572,146
    - (iii) Sole power to dispose or to direct the disposition of: 0
  - (vii) Shared power to dispose or to direct the disposition of: 4,572,146
- For GP IV Trust:
- (a) Amount beneficially owned: 1,143,036 shares of Common Stock
- (b) Percent of class: 0.9%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (vi) Shared power to vote or to direct the vote: 1,143,036
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (viii) Shared power to dispose or to direct the disposition of: 1,143,036

For Euro Fund Trust:

- (a) Amount beneficially owned: 1,459,951 shares of Common Stock
- (b) Percent of class: 1.2%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
    - (vii) Shared power to vote or to direct the vote: 1,459,951
    - (iii) Sole power to dispose or to direct the disposition of: 0
    - (ix) Shared power to dispose or to direct the disposition of: 1,459,951
- For Euro GP Trust:
- (a) Amount beneficially owned: 364,988 shares of Common Stock
- (b) Percent of class: 0.3%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
    - (viii) Shared power to vote or to direct the vote: 364,988
    - (iii) Sole power to dispose or to direct the disposition of: 0
  - (x) Shared power to dispose or to direct the disposition of: 364,988
- For Fund IV (AI) Trust:
- (a) Amount beneficially owned: 362,066 shares of Common Stock
- (b) Percent of class: 0.3%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ix) Shared power to vote or to direct the vote: 362,066
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (xi) Shared power to dispose or to direct the disposition of: 362,066

#### For GP IV (AI) Trust:

(a) Amount beneficially owned: 90,516 shares of Common Stock

- (b) Percent of class: 0.1%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (x) Shared power to vote or to direct the vote: 90,516
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (xii) Shared power to dispose or to direct the disposition of: 90,516

## For Mr. Barber:

- (a) Amount beneficially owned: 29,344,538 shares of Common Stock
- (b) Percent of class: 23.2%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 29,344,538
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 29,344,538
- For Mr. Gruner:
- (a) Amount beneficially owned: 30,804,489 shares of Common Stock
- (b) Percent of class: 24.4%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
    - (iii) Shared power to vote or to direct the vote: 30,804,489
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (v) Shared power to dispose or to direct the disposition of: 30,804,489

For Mr. Noell:

- (a) Amount beneficially owned: 29,706,543 shares of Common Stock
- (b) Percent of class: 23.5%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 362,005
  - (iv) Shared power to vote or to direct the vote: 29,344,538
  - (iii) Sole power to dispose or to direct the disposition of: 362,005
  - (vi) Shared power to dispose or to direct the disposition of: 29,344,538

#### Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

#### Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Messrs. Barber, Gruner and Noell each serve as a co-trustee of each of the JMI V Trusts, Fund IV Trust, GP IV Trust, Euro GP Trust, Fund IV (AI) Trust and GP IV (AI) Trust. Mr. Gruner serves as the sole trustee of Euro Fund Trust. Collectively, Messrs. Barber, Gruner and Noell direct the dividends from or the proceeds of the sale of the shares owned by JMI V Trusts, Fund IV Trust, GP IV Trust, Euro GP Trust, Fund IV (AI) Trust and GP IV (AI) Trust to each trust's beneficial owners in accordance with the governing documents of each trust. Mr. Gruner directs the dividends from or the proceeds of the sale of the shares owned by Euro Fund Trust to the Euro Fund Trust's beneficial owners in accordance with the governing documents of each trust.

## Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

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

Not applicable.

#### Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Not applicable.

## 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.

February 14, 2013 Date

### JMI EQUITY FUND V TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

#### JMI ASSOCIATES V TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

#### JMI EQUITY FUND V (AI) TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

## JMI ASSOCIATES V (AI) TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

#### JMI EQUITY FUND IV TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

#### JMI ASSOCIATES IV TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

## JMI EURO EQUITY FUND IV TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

## JMI ASSOCIATES EURO IV TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

#### JMI EQUITY FUND IV (AI) TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

## JMI ASSOCIATES IV (AI) TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

#### HARRY S. GRUNER

/s/ Harry S. Gruner

Signature

Harry S. Gruner

Name/Title

## CHARLES E. NOELL III

/s/ Charles E. Noell III

Signature

Charles E. Noell III

Name/Title

## PAUL V. BARBER

/s/ Paul V. Barber

Signature

Paul V. Barber

## EXHIBIT INDEX

Exhibit 1 Joint Filing Agreement, as required by Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended.

## Exhibit 1

#### JOINT FILING AGREEMENT PURSUANT TO RULE 13d-1(k)(1)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained herein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or its knows or has reason to believe that such information is inaccurate.

> February 14, 2013 Date

#### JMI EQUITY FUND V TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

#### JMI ASSOCIATES V TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

#### JMI EQUITY FUND V (AI) TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

#### JMI ASSOCIATES V (AI) TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

#### JMI EQUITY FUND IV TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

## JMI ASSOCIATES IV TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

## JMI EURO EQUITY FUND IV TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

#### JMI ASSOCIATES EURO IV TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

## JMI EQUITY FUND IV (AI) TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

## JMI ASSOCIATES IV (AI) TRUST

/s/ Harry S. Gruner

Signature

Harry S. Gruner, as Trustee

Name/Title

## HARRY S. GRUNER

/s/ Harry S. Gruner

Signature

Harry S. Gruner

Name/Title

## CHARLES E. NOELL III

/s/ Charles E. Noell III

Signature

Charles E. Noell III

Name/Title

PAUL V. BARBER

/s/ Paul V. Barber

Signature

Paul V. Barber

Name/Title

13G