

CYTOKINETICS INC
Form SC 13G/A
February 14, 2008

**UNITED STATES
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 13d-2 (b)**

**Under the Securities Exchange Act of 1934
(Amendment No. 3)***

Cytokinetics, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

23282W100

(CUSIP Number)

December 31, 2007

(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)
- 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 (Act) 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).

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- | | |
|-----|---|
| 1. | Names of Reporting Persons
Sevin Rosen Fund VI L.P. (SR VI)
Tax ID Number: |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions)
(a) <input checked="" type="checkbox"/> x
(b) <input type="checkbox"/> o |
| 3. | SEC Use Only |
| 4. | Citizenship or Place of Organization
Delaware |
| 5. | Sole Voting Power
1,615,715 shares, except that SRB Associates VI L.P. (SRB VI), the general partner of SR VI, may be deemed to have sole power to vote these shares, and Jon W. Bayless (Bayless), Stephen M. Domenik (Domenik) Stephen M. Dow (Dow), John V. Jagers (Jagers), and Charles H. Phipps (Phipps), the general partners of SRB VI, may be deemed to have shared power to vote these shares. |
| 6. | Shared Voting Power
See response to row 5. |
| 7. | Sole Dispositive Power
1,615,715 shares, except that SRB VI, the general partner of SR VI, may be deemed to have sole power to dispose of these shares, and Bayless, Domenik, Dow, Jagers and Phipps, the general partners of SRB VI, may be deemed to have shared power to dispose of these shares. |
| 8. | Shared Dispositive Power
See response to row 7. |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person
1,615,715 |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/> o |
| 11. | Percent of Class Represented by Amount in Row (9)
3.3% |
| 12. | Type of Reporting Person (See Instructions)
PN |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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1. Names of Reporting Persons
Sevin Rosen VI Affiliates Fund L.P. (SR VI A)
Tax ID Number:

2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) x
(b) o

3. SEC Use Only

4. Citizenship or Place of Organization
Delaware

5. Sole Voting Power
127,235 shares, except that SRB VI, the general partner of SR VI A, may be deemed to have sole power to vote these shares, and Bayless, Domenik, Dow, Jagers and Phipps, the general partners of SRB VI, may be deemed to have shared power to vote these shares.

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6. Shared Voting Power
See response to row 5.

7. Sole Dispositive Power
127,235 shares, except that SRB VI, the general partner of SR VI A, may be deemed to have sole power to dispose of these shares, and Bayless, Domenik, Dow, Jagers and Phipps, the general partners of SRB VI, may be deemed to have shared power to dispose of these shares.

8. Shared Dispositive Power
See response to row 7.

9. Aggregate Amount Beneficially Owned by Each Reporting Person
127,235

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)
0.3%

12. Type of Reporting Person (See Instructions)
PN

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1. Names of Reporting Persons
 SRB Associates VII.P. (SRB VI)
 Tax ID Number:

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) x
 (b) o

3. SEC Use Only

4. Citizenship or Place of Organization
 Delaware

5. Sole Voting Power
 1,742,950 shares, of which 1,615,715 are directly owned by SR VI and 127,235 are directly owned by SR VI A. SRB VI, the general partner of SR VI and SR VI A, may be deemed to have sole power to vote these shares, and Bayless, Domenik, Dow, Jagers and Phipps, the general partners of SRB VI, may be deemed to have shared power to vote these shares.

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person With

6. Shared Voting Power
 See response to row 5.

7. Sole Dispositive Power
 1,742,950 shares, all of which 1,615,715 are directly owned by SR VI and 127,235 are directly owned by SR VI A. SRB VI, the general partner of SR VI and SRVI A, may be deemed to have sole power to dispose of these shares, and Bayless, Domenik, Dow, Jagers and Phipps, the general partners of SRB VI, may be deemed to have shared power to dispose of these shares.

8. Shared Dispositive Power
 See response to row 7.

9. Aggregate Amount Beneficially Owned by Each Reporting Person
 1,742,950

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)
 3.5%

12. Type of Reporting Person (See Instructions)
 PN

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1. Names of Reporting Persons
Sevin Rosen Fund VII L.P. (SR VII)
Tax ID Number:
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) x
(b) o
3. SEC Use Only
4. Citizenship or Place of Organization
Delaware
5. Sole Voting Power
625,950 shares, except that SRB Associates VII L.P. (SRB VII), the general partner of SR VII, may be deemed to have sole power to vote these shares, and Bayless, Domenik, Dow, Jagers, Phipps and Jackie Kimzey (Kimzey), the general partners of SRB VII, may be deemed to have shared power to vote these shares.
6. Shared Voting Power
See response to row 5.
7. Sole Dispositive Power
625,950 shares, except that SRB VII, the general partner of SR VII, may be deemed to have sole power to dispose of these shares, and Bayless, Domenik, Dow, Jagers, Phipps, and Kimzey, the general partners of SRB VII, may be deemed to have shared power to dispose of these shares.
8. Shared Dispositive Power
See response to row 7.
9. Aggregate Amount Beneficially Owned by Each Reporting Person
625,950
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o
11. Percent of Class Represented by Amount in Row (9)
1.3%
12. Type of Reporting Person (See Instructions)
PN

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1. Names of Reporting Persons
Sevin Rosen VII Affiliates Fund L.P. (SR VII A)
Tax ID Number:
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) x
(b) o
3. SEC Use Only
4. Citizenship or Place of Organization
Delaware
5. Sole Voting Power
24,050 shares, except that SRB VII, the general partner of SR VII A, may be deemed to have sole power to vote these shares, and Bayless, Domenik, Dow, Jaggers, Phipps, and Kimzey, the general partners of SRB VII, may be deemed to have shared power to vote these shares.
6. Shared Voting Power
See response to row 5.
7. Sole Dispositive Power
24,050 shares, except that SRB VII, the general partner of SR VII A, may be deemed to have sole power to dispose of these shares, and Bayless, Domenik, Dow, Jaggers, Phipps, and Kimzey, the general partners of SRB VII, may be deemed to have shared power to dispose of these shares.
8. Shared Dispositive Power
See response to row 7.
9. Aggregate Amount Beneficially Owned by Each Reporting Person
24,050
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o
11. Percent of Class Represented by Amount in Row (9)
0.05%
12. Type of Reporting Person (See Instructions)
PN

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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1. Names of Reporting Persons
 SRB Associates VII L.P. (SRB VII)
 Tax ID Number:

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) x
 (b) o

3. SEC Use Only

4. Citizenship or Place of Organization
 Delaware

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person With

5. Sole Voting Power
 650,000 shares, of which 625,950 are directly owned by SR VII and 24,050 are directly owned by SR VII A. SRB VII, the general partner of SR VII and SR VII A, may be deemed to have sole power to vote these shares, and Bayless, Domenik, Dow, Jagers, Phipps, and Kimzey, the general partners of SRB VII, may be deemed to have shared power to vote these shares.

6. Shared Voting Power
 See response to row 5.

7. Sole Dispositive Power
 650,000 shares, of which 625,950 are directly owned by SR VII and 24,050 are directly owned by SR VII A. SRB VII, the general partner of SR VII and SR VII A, may be deemed to have sole power to dispose of these shares, and Bayless, Domenik, Dow, Jagers, Phipps, and Kimzey, the general partners of SRB VII, may be deemed to have shared power to dispose of these shares.

8. Shared Dispositive Power
 See response to row 7.

9. Aggregate Amount Beneficially Owned by Each Reporting Person
 650,000

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)
 1.3%

12. Type of Reporting Person (See Instructions)
 PN

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1. Names of Reporting Persons
Sevin Rosen Fund VIII L.P. (SR VIII)
Tax ID Number:
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) x
(b) o
3. SEC Use Only
4. Citizenship or Place of Organization
Delaware
5. Sole Voting Power
755,631 shares, except that SRB Associates VIII L.P. (SRB VIII), the general partner of SR VIII, may be deemed to have sole power to vote these shares, and Bayless, Domenik, Dow, Jagers, Phipps, Kimzey and Alan Schuele (Schuele), the general partners of SRB VIII, may be deemed to have shared power to vote these shares.
6. Shared Voting Power
See response to row 5.
7. Sole Dispositive Power
755,631 shares, except that SRB VIII, the general partner of SR VIII, may be deemed to have sole power to dispose of these shares, and Bayless, Domenik, Dow, Jagers, Phipps, Kimzey and Schuele, the general partners of SRB VIII, may be deemed to have shared power to dispose of these shares.
8. Shared Dispositive Power
See response to row 7.
9. Aggregate Amount Beneficially Owned by Each Reporting Person
755,631
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o
11. Percent of Class Represented by Amount in Row (9)
1.5%
12. Type of Reporting Person (See Instructions)
PN
- Number of Shares Beneficially Owned by Each Reporting Person With

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1. Names of Reporting Persons
Sevin Rosen VIII Affiliates Fund L.P. (SR VIII A)
Tax ID Number:
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) x
(b) o
3. SEC Use Only
4. Citizenship or Place of Organization
Delaware
5. Sole Voting Power
15,421 shares, except that SRB VIII, the general partner of SR VIII A, may be deemed to have sole power to vote these shares, and Bayless, Domenik, Dow, Jaggers, Phipps, Kimzey and Schuele, the general partners of SRB VIII, may be deemed to have shared power to vote these shares.
6. Shared Voting Power
See response to row 5.
7. Sole Dispositive Power
15,421 shares, except that SRB VIII, the general partner of SR VIII A, may be deemed to have sole power to dispose of these shares, and Bayless, Domenik, Dow, Jaggers, Phipps, Kimzey and Schuele, the general partners of SRB VIII, may be deemed to have shared power to dispose of these shares.
8. Shared Dispositive Power
See response to row 7.
9. Aggregate Amount Beneficially Owned by Each Reporting Person
15,421
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o
11. Percent of Class Represented by Amount in Row (9)
0.03%
12. Type of Reporting Person (See Instructions)
PN

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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1. Names of Reporting Persons
 SRB Associates VIII L.P. (SRB VIII)
 Tax ID Number:

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) x
 (b) o

3. SEC Use Only

4. Citizenship or Place of Organization
 Delaware

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person With

5. Sole Voting Power
 771,052 shares, of which 755,631 are directly owned by SR VIII and 15,421 are directly owned by SR VIII A. SRB VIII, the general partner of SR VIII and SR VIII A, may be deemed to have sole power to vote these shares, and Bayless, Domenik, Dow, Jagers, Phipps, Kimzey and Schuele, the general partners of SRB VIII, may be deemed to have shared power to vote these shares.

6. Shared Voting Power
 See response to row 5.

7. Sole Dispositive Power
 771,052 shares, of which 755,631 are directly owned by SR VIII and 15,421 are directly owned by SR VIII A. SRB VIII, the general partner of SR VIII and SR VIII A, may be deemed to have sole power to dispose of these shares, and Bayless, Domenik, Dow, Jagers, Phipps, Kimzey and Schuele, the general partners of SRB VIII, may be deemed to have shared power to dispose of these shares.

8. Shared Dispositive Power
 See response to row 7.

9. Aggregate Amount Beneficially Owned by Each Reporting Person
 771,052

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)
 1.6%

12. Type of Reporting Person (See Instructions)
 PN

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1. Names of Reporting Persons
Jon W. Bayless (Bayless)
Tax ID Number:
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) x
(b) o
3. SEC Use Only
4. Citizenship or Place of Organization
U.S. Citizen
5. Sole Voting Power
0 shares
6. Shared Voting Power
3,167,692 shares, of which 1,615,715 are directly owned by SR VI, 127,235 are directly owned by SR VI A, 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by Sevin Rosen Bayless Management Company (SRBMC). Bayless is a general partner of SRB VI, the general partner of SR VI and SR VI A, SRB VII, the general partner of SR VII and SR VII A, SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to vote these shares.
7. Sole Dispositive Power
0 shares
8. Shared Dispositive Power
3,167,692 shares, of which 1,615,715 are directly owned by SR VI, 127,235 are directly owned by SR VI A, 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Bayless is a general partner of SRB VI, the general partner of SR VI and SR VI A, SRB VII, the general partner of SR VII and SR VII A, and SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to dispose of these shares.
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,167,692
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o
11. Percent of Class Represented by Amount in Row (9)
6.4%
12. Type of Reporting Person (See Instructions)
IN

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1. Names of Reporting Persons
 Stephen L. Domenik (Domenik)
 Tax ID Number:

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) x
 (b) o

3. SEC Use Only

4. Citizenship or Place of Organization
 U.S. Citizen

5. Sole Voting Power
 11,000 shares

6. Shared Voting Power
 3,167,692 shares, of which 1,615,715 are directly owned by SR VI, 127,235 are directly owned by SR VI A, 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Domenik is a general partner of SRB VI, the general partner of SR VI and SR VI A, SRB VII, the general partner of SR VII and SR VII A, SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to vote these shares.

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person With

7. Sole Dispositive Power
 11,000 shares

8. Shared Dispositive Power
 3,167,692 shares, of which 1,615,715 are directly owned by SR VI, 127,235 are directly owned by SR VI A, 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Domenik is a general partner of SRB VI, the general partner of SR VI and SR VI A, SRB VII, the general partner of SR VII and SR VII A, and SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to dispose of these shares.

9. Aggregate Amount Beneficially Owned by Each Reporting Person
 3,178,692

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)
 6.5%

12. Type of Reporting Person (See Instructions)
IN

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1. Names of Reporting Persons
 Stephen M. Dow (Dow)
 Tax ID Number:

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) x
 (b) o

3. SEC Use Only

4. Citizenship or Place of Organization
 U.S. Citizen

5. Sole Voting Power
 170,000 shares

6. Shared Voting Power
 3,167,692 shares, of which 1,615,715 are directly owned by SR VI, 127,235 are directly owned by SR VI A, 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Dow is a general partner of SRB VI, the general partner of SR VI and SR VI A, SRB VII, the general partner of SR VII and SR VII A, and SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to vote these shares.

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person With

7. Sole Dispositive Power
 170,000 shares

8. Shared Dispositive Power
 3,167,692 shares, of which 1,615,715 are directly owned by SR VI, 127,235 are directly owned by SR VI A, 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Dow is a general partner of SRB VI, the general partner of SR VI and SR VI A, SRB VII, the general partner of SR VII and SR VII A, and SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to dispose of these shares.

9. Aggregate Amount Beneficially Owned by Each Reporting Person
 3,337,692

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)
 6.8%

12. Type of Reporting Person (See Instructions)
IN

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1. Names of Reporting Persons
 John V. Jagers (Jagers)
 Tax ID Number:

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) x
 (b) o

3. SEC Use Only

4. Citizenship or Place of Organization
 U.S. Citizen

5. Sole Voting Power
 0 shares

6. Shared Voting Power
 3,167,692 shares, of which 1,615,715 are directly owned by SR VI, 127,235 are directly owned by SR VI A, 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Jagers is a general partner of SRB VI, the general partner of SR VI and SR VI A, SRB VII, the general partner of SR VII and SR VII A, and SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to vote these shares.

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person With

7. Sole Dispositive Power
 0 shares

8. Shared Dispositive Power
 3,167,692 shares, of which 1,615,715 are directly owned by SR VI, 127,235 are directly owned by SR VI A, 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Jagers is a general partner of SRB VI, the general partner of SR VI and SR VI A, SRB VII, the general partner of SR VII and SR VII A, and SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to dispose of these shares.

9. Aggregate Amount Beneficially Owned by Each Reporting Person
 3,167,692

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)

6.4%

12. Type of Reporting Person (See Instructions)
IN

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1. Names of Reporting Persons
 Charles H. Phipps (Phipps)
 Tax ID Number:

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) x
 (b) o

3. SEC Use Only

4. Citizenship or Place of Organization
 U.S. Citizen

5. Sole Voting Power
 30,000 shares

6. Shared Voting Power
 3,167,692 shares, of which 1,615,715 are directly owned by SR VI, 127,235 are directly owned by SR VI A, 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Phipps is a general partner of SRB VI, the general partner of SR VI and SR VI A, SRB VII, the general partner of SR VII and SR VII A, and SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to vote these shares.

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person With

7. Sole Dispositive Power
 30,000 shares

8. Shared Dispositive Power
 3,167,692 shares, of which 1,615,715 are directly owned by SR VI, 127,235 are directly owned by SR VI A, 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Phipps is a general partner of SRB VI, the general partner of SR VI and SR VI A, SRB VII, the general partner of SR VII and SR VII A, and SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to dispose of these shares.

9. Aggregate Amount Beneficially Owned by Each Reporting Person
 3,197,692

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)
 6.5%

12. Type of Reporting Person (See Instructions)
IN

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1. Names of Reporting Persons
 Jackie R. Kimzey (Kimzey)
 Tax ID Number:

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) x
 (b) o

3. SEC Use Only

4. Citizenship or Place of Organization
 U.S. Citizen

5. Sole Voting Power
 513 shares

6. Shared Voting Power
 1,424,742 shares, of which 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Kimzey is a general partner of SRB VII, the general partner of SR VII and SR VII A, and SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to vote these shares.

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person With

7. Sole Dispositive Power
 513 shares

8. Shared Dispositive Power
 1,424,742 shares, of which 625,950 are directly owned by SR VII, 24,050 are directly owned by SR VII A, 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Kimzey is a general partner of SRB VII, the general partner of SR VII and SR VII A, and SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to dispose of these shares.

9. Aggregate Amount Beneficially Owned by Each Reporting Person
 1,425,255

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)
 2.9%

12. Type of Reporting Person (See Instructions)
 IN

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1. Names of Reporting Persons
 Alan R. Schuele (Schuele)
 Tax ID Number:

2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) x
 (b) o

3. SEC Use Only

4. Citizenship or Place of Organization
 U.S. Citizen

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person With

5. Sole Voting Power
 0 shares

6. Shared Voting Power
 774,742 shares, of which 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Schuele is a general partner of SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to vote these shares.

7. Sole Dispositive Power
 0

8. Shared Dispositive Power
 774,742 shares, of which 755,631 are directly owned by SR VIII, 15,421 are directly owned by SR VIII A and 3,690 are directly owned by SRBMC. Schuele is a general partner of SRB VIII, the general partner of SR VIII and SR VIII A, and a director of SRBMC, and may be deemed to have shared power to dispose of these shares.

9. Aggregate Amount Beneficially Owned by Each Reporting Person
 774,742

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)