CVENT INC Form 4 November 28, 2014

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **BASKETT FOREST**

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First) (Last)

(Middle)

(Zip)

CVENT INC [CVT]

(Check all applicable)

1954 GREENSPRING

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

Director Officer (give title below)

_X__ 10% Owner _ Other (specify

DRIVE, SUITE 600

4. If Amendment, Date Original Filed(Month/Day/Year)

11/25/2014

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

TIMONIUM, MD 21093

(City)

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. 4. Securities Acquired (A Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			red (A)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price		(I) (Instr. 4)	
Common Stock	11/25/2014		<u>J(1)</u>	1,000,000	D	\$0	3,994,106	I	See Note 2 (2)
Common Stock	11/25/2014		J <u>(3)</u>	10,000	A	\$ 0	10,000	I	See Note 4 (4)
Common Stock	11/25/2014		J <u>(5)</u>	10,000	D	\$ 0	0	I	See Note 4 (4)
Common Stock	11/25/2014		J <u>(6)</u>	432	A	\$ 0	432	I	See Note 7 (7)
Common Stock	11/25/2014		J <u>(8)</u>	2,639	A	\$0	2,639	I	See Note 9 (9)

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9
Derivativ	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Titla			
						Exercisable	Date	Title			
				Code V	(A) (D)						
				Code V	(A) (D)		*	Title	Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Kelationships					
	Director	10% Owner	Officer	Other		
BASKETT FOREST						
1954 GREENSPRING DRIVE SUITE 600		X				

Signatures

TIMONIUM, MD 21093

/s/ Sasha Keough, attorney-in-fact

**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).

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- (1) New Enterprise Associates 13, L.P. ("NEA 13") made a pro rata distribution for no consideration of an aggregate of 1,000,000 shares of Common Stock of the Issuer, to its general partner and its limited partners on November 25, 2014.
 - The Reporting Person is a director of NEA 13 GP, LTD, which is the sole general partner of NEA Partners 13, L.P. ("NEA Partners 13").
- (2) NEA Partners 13 is the sole general partner of NEA 13, which is the direct beneficial owner of the securities. The Reporting Person disclaims beneficial ownership, within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the NEA 13 shares in which the Reporting Person has no pecuniary interest.
- (3) NEA Partners 13 received 10,000 shares of Common Stock of the Issuer in the distribution by NEA 13 on November 25, 2014.

Reporting Owners 2

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- The Reporting Person is a director of NEA 13 GP, LTD, which is the sole general partner of NEA Partners 13, the direct beneficial owner of the shares of Common Stock of the Issuer. The Reporting Person disclaims beneficial ownership, within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the NEA Partners 13 shares in which the Reporting Person has no pecuniary interest.
- (5) NEA Partners 13 made a pro rata distribution for no consideration of an aggregate of 10,000 shares of Common Stock of the Issuer to its limited partners on November 25, 2014.
- (6) Forest Baskett III and Kathy W. McKay, as Trustees of the Baskett-McKay Family Trust dtd 3/12/14 (the "Baskett Trust") received 432 shares of Common Stock of the Issuer in the distribution by NEA Partners 13 on November 25, 2014.
- The Reporting Person is a trustee of the Baskett Trust, which is the direct beneficial owner of the shares. The Reporting Person disclaims (7) beneficial ownership within the meaning of Section 16 of the 1934 Act, as amended, or otherwise of the shares held by the Baskett Trust, except to the extent of his pecuniary interest therein.
- (8) New Enterprise Associates, LLC ("NEA LLC") received 2,639 shares of Common Stock of the Issuer in the distribution by NEA Partners 13 on November 25, 2014.
- The Reporting Person is a member of the Board of Directors of NEA LLC, which is the direct beneficial owner of the shares. The

 (9) Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the shares of the Issuer held by NEA LLC in which the Reporting Person has no pecuniary interest.

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.