

QUANTENNA COMMUNICATIONS INC

Reported by
LEONE DOUGLAS M

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/16/17 for the Period Ending 11/14/17

Address	3450 W. WARREN DRIVE FREMONT, CA, 94538-6425
Telephone	(510) 743-2260
CIK	0001370702
Symbol	QTNA
Fiscal Year	12/31

FORM 4

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
SC XI MANAGEMENT LLC			QUANTENNA COMMUNICATIONS INC [QTNA]			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
2800 SAND HILL ROAD, SUITE 101			11/14/2017					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
MENLO PARK, CA 94025								
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/14/2017		J (1)		563332	D	\$0.00	1689996	I	By Sequoia Capital XI, L.P. (2)
Common Stock	11/14/2017		J (1)		61285	D	\$0.00	183856	I	By Sequoia Capital XI Principals Fund, LLC (2)
Common Stock	11/14/2017		J (1)		17793	D	\$0.00	53380	I	By Sequoia Technology Partners XI, L.P. (2)
Common Stock	11/14/2017		J (1)		468048	D	\$0.00	1279816	I	By SC US GF V Holdings, LTD (3)
Common Stock								124327	I	By Sequoia Capital U.S. Growth Fund V, L.P. (4)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				

Explanation of Responses:

- Represents a pro rata in-kind distribution of Common Stock of the Issuer to partners or members and includes subsequent distributions by general partners or managing members to their respective partners or members.
- SC XI Management, LLC ("SC XI Management") is the general partner of Sequoia Capital XI, L.P. ("SC XI") and Sequoia Technology Partners XI, L.P. ("STP XI"), and the managing member of Sequoia Capital XI Principals Fund, LLC ("SC XI PF"). Douglas Leone and Michael Moritz are the managing members of SC XI Management. As a result, each of Messrs. Leone and Moritz and SC XI Management may be deemed to share voting and dispositive power with respect to the shares held by SC XI, STP XI and SC XI PF. Each of the Reporting Persons disclaims beneficial ownership of these securities except to the extent of his or its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- SC US (TTGP), Ltd. ("SC US TTGP") is the general partner of SCGF V Management, L.P. ("GF V Management"), which is the general partner of each of Sequoia Capital U.S. Growth Fund V, L.P. ("SC Growth") and Sequoia Capital USGF Principals Fund V, L.P. ("SC USGF"). SC Growth and SC USGF

together own 100% of the outstanding ordinary shares of SC US GF V Holdings, Ltd. ("SC Holdings"). As a result, SC US TTGP, SC Growth, SC USGF and GF V Management may be deemed to share voting and dispositive power with respect to the shares held by SC Holdings. Each of the Reporting Persons disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

- (4) SC US TTGP is the general partner of GF V Management, which is the general partner of SC Growth. As a result, SC US TTGP and GF V Management may be deemed to share voting and dispositive power with respect to the shares held by SC Growth. Each of the Reporting Persons disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

Remarks:

Form 1 of 2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SC XI MANAGEMENT LLC 2800 SAND HILL ROAD SUITE 101 MENLO PARK, CA 94025		X		
SEQUOIA CAPITAL XI 2800 SAND HILL ROAD SUITE 101 MENLO PARK, CA 94025		X		
SEQUOIA CAPITAL XI PRINCIPALS FUND 2800 SAND HILL ROAD SUITE 101 MENLO PARK, CA 94025		X		
SEQUOIA TECHNOLOGY PARTNERS XI 2800 SAND HILL ROAD SUITE 101 MENLO PARK, CA 94025		X		
SC US (TTGP), LTD. 2800 SAND HILL ROAD, SUITE 101 MENLO PARK, CA 94025		X		
SCGF V Management, L.P. 2800 SAND HILL ROAD SUITE 101 MENLO PARK, CA 94025		X		
SEQUOIA CAPITAL U.S. GROWTH FUND V, L.P. 2800 SAND HILL ROAD SUITE 101 MENLO PARK, CA 94025		X		
SEQUOIA CAPITAL USGF PRINCIPALS FUND V, L.P. 2800 SAND HILL ROAD SUITE 101 MENLO PARK, CA 94025		X		
SC US GF V Holdings, Ltd. 2800 SAND HILL ROAD SUITE 101 MENLO PARK, CA 94025		X		
LEONE DOUGLAS M 2800 SAND HILL ROAD SUITE 101 MENLO PARK, CA 94025		X		

Signatures

/s/ Jung Yeon Son, by power of attorney for Douglas M. Leone, a Managing Member of SC XI Management, LLC

11/16/2017

--Signature of Reporting Person

Date

/s/ Jung Yeon Son, by power of attorney for Douglas M. Leone, a Managing Member of SC XI Management, LLC, the General Partner of Sequoia Capital XI, L.P.

11/16/2017

--Signature of Reporting Person

Date

/s/ Jung Yeon Son, by power of attorney for Douglas M. Leone, a Managing Member of SC XI Management, LLC, the Managing Member of Sequoia Capital XI Principals Fund, LLC

11/16/2017

--Signature of Reporting Person

Date

/s/ Jung Yeon Son, by power of attorney for Douglas M. Leone, a Managing Member of SC XI Management, LLC, the General Partner of Sequoia Technology Partners XI, L.P.	11/16/2017
**Signature of Reporting Person	Date
/s/ Jung Yeon Son, by power of attorney for Douglas M. Leone, a Director of SC US (TTGP), Ltd.	11/16/2017
**Signature of Reporting Person	Date
/s/ Jung Yeon Son, by power of attorney for Douglas M. Leone, a Director of SC US (TTGP), Ltd., the general partner of SCGF V Management, L.P.	11/16/2017
**Signature of Reporting Person	Date
/s/ Jung Yeon Son, by power of attorney for Douglas M. Leone, a Director of SC US (TTGP), Ltd., the general partner of SCGF V Management, L.P., the general partner of Sequoia Capital U.S. Growth Fund V, L.P.	11/16/2017
**Signature of Reporting Person	Date
/s/ Jung Yeon Son, by power of attorney for Douglas M. Leone, a Director of SC US (TTGP), Ltd., the general partner of SCGF V Management, L.P., the general partner of Sequoia Capital USGF Principals Fund V, L.P.	11/16/2017
**Signature of Reporting Person	Date
/s/ Jung Yeon Son, by power of attorney for Douglas M. Leone, a Director of SC US TTGP, the general partner of GF V Management, the general partner of SC Growth and SC USGF, the shareholders of SC Holdings.	11/16/2017
**Signature of Reporting Person	Date
/s/ Jung Yeon Son, by power of attorney for Douglas M. Leone	11/16/2017
**Signature of Reporting Person	Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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