The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

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

## Notice of Exempt Offering of Securities

OMB APPROVAL			
OMB Number:	3235- 0076		
Estimated average burden			
hours per response:	4.00		

1. Issuer's Identity

0001566895NCINO, LLCXCorporationName of IssuerLimited FlashilyLimited PartnershipNCINO, INC.Jurisdiction of Incorporation/OrganizationElimited Liability Company General PartnershipDictorporation/OrganizationBusiness Trust Other (Specify)Business Trust Other (Specify)DetLawNAREOther (Specify)Over Five Years Ago X within Last Five Years (Specif Year) 2013 Yetro Be FormedStreet Address I2. Principal Place of Business and Contact InformationStreet Address IStreet Address 2cityStreet Address 2Street Address 2CityStreet Address 2City <th>CIK (Filer ID Nun</th> <th>nber) Previous Names</th> <th>None</th> <th>Entity Type</th>	CIK (Filer ID Nun	nber) Previous Names	None	Entity Type
Name of IssuerLimited PartnershipNCINO, INC.Limited Liability CompanyNurside Circle AdvanceGeneral PartnershipDurst AdvanceOther (Specify)Det AdvanceOther (Specify)Det AdvanceOther (Specify)Over Five Years AgoX Within Last Five Years AgoX Within Last Five Years AgoStrest Advess InstOver Five Years AgoStrest Advess Inst2. Principal Place of BusinessStrest Advess InstParticipal Place of BusinessStrest Advess InstStreet Address I SubsectStreet Advess InstCityState/Province/CountryZIP/PostalCodeMultafing TonNORT + CAROLINA28412Street Address IStreet Address IStreet Address IStreet Address IStreet Address IStreet Address IVerting In Carolitic InformationStreet Address IStreet Address IStreet Address IStreet Address IStreet Address IStreet Address IStreet Address IVilmingtonNORT H CAROLINAVilmingtonNORT H CAROLINAVilmingtonStreet Address IStreet Address I	<u>0001566895</u>	NCINO, LLC		X Corporation
NCINO, INC. Limited Liability Company General Partnership   Jurisdiction of Rocoporation/Organization General Partnership   DELAWARE Other (Specify)   Over Five Years Ago Vet of Incorporation/Organization   Over Five Years Ago Other (Specify)   X Within Last Five Years (Specify Year) 2013 Yet to Be Formed Other (Specify)   2. Principal Place of Business and Contact Information Street Address 1   Street Address 1   Street Address 1   Street Address 2   City   Street Address 2   City   Middle Name   Middle Name   NORTH CAROLINA   Address 2   citos in Gate Drive   Co NINC, INC.   Street Address 2   Citos in Gate Drive   Address 1   Street Address 2   Citos in Gate Drive   Address 2   Co NINO, INC.   Street Address 2   Middle Name   Middle Name   Street Address 2   Co NINO, INC.   Street Address 2 <t< td=""><td>Name of Issue</td><td></td><td></td><td></td></t<>	Name of Issue			
Jurisdiction of Incorporation/Organization General Partnership Business Trust   DELAWARE Other (Specify)   Ver of Incorporation/Organization Other (Specify)   Over Five Years Ago Street Address I source   X Within Last Five Years Ago Street Address I source   X Within Last Five Years Ago Street Address I source   Street Address Street Address I   Street Address Street Address I   City State/Province/Country ZIP/PostalCode   Mindle Name 8412 (888) 676-2466   3. Related Persons Street Address I Street Address I   Street Address I Street Address 2 (888) 676-2466   Street Address I Street Address 2 (888) 676-2466   3. Related Persons Street Address 2 (888) 676-2466   Street Address I Street Address 2 (888) 676-2466   Street Address I Street Address 2 (888) 676-2466   Villmington NORTH CAROLINA 28412   Relationship: X Executive Officer X Director Promoter ZIP/PostalCode   Villmington NORTH CAROLINA 28412   Relationship: X Executive Officer X Director Promoter Street Address I   Street Address I Street Address I       Gots Inon Gate Drive Street Address I<	NCINO, INC.			_
Incorporation/Organization Business Trust   DELAWARE Other (Specify)   Der Five Years Ago Other (Specify)   A within Last Five Years Ago Street Address I   X Within Last Five Years Ago Street Address I   2. Principal Place of Business and Contact Information Street Address I   Street Address I Information   Street Address I Information   Street Address I Street Address 2   605 IRON GATE DRIVE   Gity State/Province/Country ZIP/PostalCode   Phone Number of Issuer 888) 676-2466   Street Address 2   605 IRON GATE DRIVE 28412 (888) 676-2466   Street Address 2   60 NCINO, INC. 205 Iron Gate Drive   Street Address 2   60 NCINO, INC. 205 Iron Gate Drive   Street Address 2   Co' NCINO, INC. 205 Iron Gate Drive   Clarification of Response (if Necessary):   President and Chief Executive Officer X Director Promoter   Clarification of Response (if Necessary):   Street Address 2   Street Address 2   Street Address 2   Street Address 2	Jurisdiction of	f		
DELAWARE Other (Specify)   Year of Incorporation/Over Five Years Ago Street Address Ago   X within Last Five Years (Specify Year) 2013 Yet to Be Formed Street Address I   2. Principal Place of Business and Contact Information Street Address and Contact Information   NEINO, INC.   Street Address I   2605 IRON GATE DRIVE Street Address 2   2605 IRON GATE DRIVE Base Address 2   2605 IRON GATE DRIVE (888) 676-2466   3. Related Persons Street Address 2   260 NCINO, INC. 2605 Iron Gate Drive   Street Address 1 Street Address 2   260 NCINO, INC. 2605 Iron Gate Drive   Street Address 2 Street Address 2   260 NCINO, INC. 2605 Iron Gate Drive   Street Address 3 Street Address 2   260 NCINO, INC. 2605 Iron Gate Drive   City Street Address 2   Villmington NORTH CAROLINA   28412 Relationship: X Executive Officer X Director   President and Chief Executive Officer X Director Promoter   City Street Address 2   Co NCINO, INC. Street Address 2 </td <td>Incorporation/Organ</td> <td>nization</td> <td></td> <td>_</td>	Incorporation/Organ	nization		_
Year of Incorporation/OrganizationOver Five Years AgoX Within Last Five Years (Specify Year) 2013 Yet to Be Formed2. Principal Place of Business and Contact InformationName of IssuerNotino, INC.Street Address 1Street Address 22605 IRON GATE DRIVECityStreet Address 22605 IRON GATE DRIVECityState/Province/CountryZIP/PostalCodePhone Number of IssuerWILMINGTONNORTH CAROLINA28412(888) 676-24663. Related PersonsStreet Address 2(605 Iron Gate DriveStreet Address 1Street Address 2C/o NCINO, INC.2605 Iron Gate DriveZIP/PostalCodeVilmingtonNORTH CAROLINA28412Relationship: X Executive OfficerFresident and Chief ExecutiveStreet Address 1Street Address 1Co NCINO, INC.2605 Iron Gate DriveZIP/PostalCodeMiddle NameRelationship: X Executive OfficerStreet Address 2Co NCINO, INC.2605 Iron Gate DriveStreet Address 2Street Address 2 <td>DELAWARE</td> <td></td> <td></td> <td></td>	DELAWARE			
X within Last Five Years (Specify Year) 2013 Yet to Be Formed2. Principal Place of Business and Contact InformationName of IssuerName of IssuerName of IssuerStreet Address 1Street Address 2Colspan="2">Colspan="2">Colspan="2">Middle NameMultiMINGTONNORTH CAROLINA28412Middle NameNate Prince/CountryZIP/PostalCodePhone Number of Issuer3. Related PersonsStreet Address 2(888) 676-2466Street Address 1Street Address 2Co NCINO, INC.2605 Iron Gate Drive State/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412Relationship: X Executive Officer X DirectorPromoterFresident and Chief Executive Officer X DirectorPromoterStreet Address 1Street Address 2Co NCINO, INC.2605 Iron Gate Drive Street Address 1Street Address 1Street Address 1Street Address 2Street Address 1Street Address 2Co NCINO, INC.2605 Iron Gate DriveStreet Address 1Street Address 1Street Address 2Street Address 2Street Address 2Street Address 2Street Address 2 </td <td>Year of Incorporat</td> <td>tion/Organization</td> <td></td> <td></td>	Year of Incorporat	tion/Organization		
Yet to Be Formed     2. Principal Place of Business and Contact Information     Name of Issuer     NCINO, INC.     Street Address I      Street Addre	Over Five Years Ago			
2. Principal Place of Busies intervalues in the sume of the sum	X Within Last Five Years (S	pecify Year) 2013		
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Name J ssue:     Street Jdress Is Street Jdress I     Street Jdress Is Street Jdress I     City   Street Jdress I     Middle Name     Street Address I   Street Address I     Street Address I   Street Address I   Street Address I     Street Address I   Street Addre				
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Street Jerrses IStreet Jerrses ICityNatt-Province/CountyZIP/Postal/CoPhone Number of IssuerMILMINGTONNORTH CAROLINA28412Phone Number of IssuerStreet Adress IStreet Adress IStreet Adress IStreet Adress IStreet Adress IMiddle NameNaudePiereMiddle NameStreet Adress IStreet Adress IStreet Adress IStreet Adress IColsion Gate Drive28412CityNORTH CAROLINA28412President and Chier Street VertorProvince/Country28412Carification of Response VertorNORTH CAROLINA28412Street Adress IStreet Adress IMiddle NameRoweStreet Adress IStreet Adress IStreet Address IStreet Adress IMiddle NameCon CINO, INC.Street Adress IStreet Adress IStreet Address IStreet Adress IStreet Adres IStreet A		JI 135UCI		
2605 IRON GATE DRIVE 				
CityState/Free CountyZIP/OssPhone Number of IssuerWILMINGTONNORTH CAROLINA2812(888) 676-24663. Related Persons $\mathbf{Firs}$ Middle NameLast NameFirst NameMiddle NameNardePierreStreet Address 1Street Address6005 Iron Gate DriveAgateOr OKENO, INC.2605 Iron Gate DriveZIP/PostalCodeCityState/Province/Country28412WilmingtonNORTH CAROLINA28412Relationship: X Executive View of PromoterStreet Address 1Street Address 1Street Address 2CoNceJonthanStreet Address 2CoNCINO, INC.6005 Iron Gate DriveStreet Address 2CoNceJonthanStreet Address 1Street Address 2CoNCINO, INC.6005 Iron Gate DriveStreet Address 1Street Address 2CoNCINO, INC.6005 Iron Gate DriveMingtonNORTH CAROLINAKitel ProvinceStreet Address 2CoNCINO, INC.6005 Iron Gate DriveMingtonNORTH CAROLINAKitel ProvinceStreet Address 2CoNCINO, INC.6005 Iron Gate DriveMingtonNORTH CAROLINAStreet AddressStreet Address 2CoNCINO, INC.6005 Iron Gate DriveStreet AddressStreet Address 2Street AddressStreet Address 2Street AddressStreet Address 2Street Ad			5000	a Audress 2
WILMINGTONNORTH CAROLINA28412(888) 676-24663. Related PersonsLast NameFirst NameMiddle NameNaudePierreMiddle NameStreet Address 1Street Address 2C/o NCINO, INC.2605 Iron Gate DriveZIP/PostalCodeCityState/Province/Country28412WilmingtonNORTH CAROLINA28412Clarification of Response (if Necessar)ZIP/PostalCodeClarification of Response (if Necessar)Street Address 2Co NCINO, INC.JonathanMiddle NameRoweJonathanStreet Address 2C/o NCINO, INC.2605 Iron Gate DriveZIP/PostalCodeStreet Address 1Street Address 2C/o NCINO, INC.2605 Iron Gate DriveCity2605 Iron Gate DriveKite/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412		State/Drovingo/Country	71D/DestalCode	Dhone Number of Issuer
3. Related Persons   Last Name First Name Middle Name   Naude Pierre   Street Address 1 Street Address 2   c/o NCINO, INC. 2605 Iron Gate Drive   City State/Province/Country   ZIP/PostalCode   Wilmington NORTH CAROLINA   Relationship: X Executive Officer × Promoter   Clarification of Response (if Necessary   President and Chief Executive Officer   First Name Middle Name   Rowe Jonathan   Street Address 1 Street Address 2   c/o NCINO, INC. 2605 Iron Gate Drive   Co'n NCINO, INC. 2605 Iron Gate Drive   Co'n NCINO, INC. 2605 Iron Gate Drive   Co'n NCINO, INC. 2605 Iron Gate Drive   City State/Province/Country   City State/Province/Country   Wilmington NORTH CAROLINA	5	6		
Last Name First Name Middle Name   Naude Piere    Street Address 1 Street Address 2   Ot NCINO, INC. 2605 Iron Gate Drive   City State/Province/Country   Vilnington NORTH CAROLINA   28412   Relationship: X Executive Officer X Drive Promoter   Charlification of Response (if Necessary Promoter   President and Chrief Executive Officer First Name Middle Name   Rowe Street Address 1 Middle Name   Street Address 1 Street Address 2 Middle Name   Co NCINO, INC. 2605 Iron Gate Drive Middle Name   Co NCINO, INC. Street Address 2 Middle Name   Gow Street Address 1 Street Address 2   Co NCINO, INC. 2605 Iron Gate Drive Middle Name   Munington NORTH CAROLINA ZiP/PostalCode   Minington NORTH CAROLINA 28412	WILWINGION	NORTH CAROLINA	20412	(888) 070-2400
NadePiereStreet Address 1Street Address 2 $for NCINO, INC.$ 2605 Iron Gate DriveCityState/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412Relationship: X Executive Officer X DirectorPromoterClarification of Response (if NecessaryPromoterPresident and Chief Executive OfficerFirst NameMiddle NameLast NameFirst NameMiddle NameStreet Address 1Street Address 2Co NCINO, INC.2605 Iron Gate DriveCityState/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412	3. Related Persons			
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c/o NCINO, INC.2605 Iron Gate Drive State/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412Relationship: X Executive Officer X DirectorPromoterClarification of Response (if NecessaryPromoterPresident and Chief Executive OfficerFirst NameMiddle NameRoweJonathanStreet Address 1Street Address 2c/o NCINO, INC.2605 Iron Gate DriveChingtonNORTH CAROLINA28412	Naude	Pierre		
CityState/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412Relationship: X Executive Officer > irrectorPromoterClarification of Response (if NecessaryFromoterPresident and Chief Executive Officer > irrectorMiddle NameLast NameFirst NameMiddle NameRoweJonathanStreet Address 1Street Address 2c/o NCINO, INC.2605 Iron Gate DriveCityState/Province/CountryWilmingtonNORTH CAROLINA28412	Street Address 1	Street A	Address 2	
WilmingtonNORTH CAROLINA28412Relationship: X Executive Officer X DirectorPromoterClarification of Response (if Necessary):President and Chief Executive OfficerLast NameFirst NameKoweJonathanStreet Address 1Street Address 2c/o NCINO, INC.2605 Iron Gate DriveCityState/Province/CountryWilmingtonNORTH CAROLINA28412	c/o NCINO, INC.	2605 Iron Gate Dr	ive	
Relationship: X Executive Officer X Director Promoter     Clarification of Response (if Necessary):     President and Chief Executive Officer     Last Name   First Name     Kowe   Jonathan     Street Address 1   Street Address 2     c/o NCINO, INC.   2605 Iron Gate Drive     City   State/Province/Country   ZIP/PostalCode     Wilmington   NORTH CAROLINA   28412	City	State/Prov	ince/Country	ZIP/PostalCode
Relationship: X Executive Officer X Director Promoter     Clarification of Response (if Necessar):     President and Chief Executive Officer     Last Name   First Name   Middle Name     Rowe   Jonathan   1000000000000000000000000000000000000	Wilmington	NORTH CAROLI	NA 28412	
Clarification of Response (if Necessari     President and Chief Executive Office:     Last Name   First Name   Middle Name     Rowe   Jonathan   Street Address 1   Street Address 2     C/o NCINO, INC.   2605 Iron Gate Drive   ZIP/PostalCode     Kilmington   NORTH CAROLINA   28412	-	Officer X Director Promote	r	
President and Chief Executive OfficerLast NameFirst NameMiddle NameRoweJonathanStreet Address 1Street Address 2C/o NCINO, INC.2605 Iron Gate DriveCityState/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412	<b>r</b>			
Last NameFirst NameMiddle NameRoweJonathanStreet Address 1Street Address 2C/o NCINO, INC.2605 Iron Gate DriveCityState/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412	Clarification of Response (if	Necessary):		
Last NameFirst NameMiddle NameRoweJonathanStreet Address 1Street Address 2C/o NCINO, INC.2605 Iron Gate DriveCityState/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412	President and Chief Executiv	e Officer		
RoweJonathanStreet Address 1Street Address 2c/o NCINO, INC.2605 Iron Gate DriveCityState/Province/CountryVilmingtonNORTH CAROLINA28412				
Street Address 1     Street Address 2       c/o NCINO, INC.     2605 Iron Gate Drive       City     State/Province/Country     ZIP/PostalCode       Wilmington     NORTH CAROLINA     28412	Last Name	First	Name	Middle Name
c/o NCINO, INC.2605 Iron Gate DriveCityState/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412	Rowe	Jonathan		
CityState/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412	Street Address 1	Street A	Address 2	
CityState/Province/CountryZIP/PostalCodeWilmingtonNORTH CAROLINA28412	c/o NCINO, INC.	2605 Iron Gate Dr	ive	
Wilmington NORTH CAROLINA 28412		State/Prov	ince/Country	ZIP/PostalCode
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	-			

Clarification of Response (if Necessary):

Director of Marketing

Last Name	First Name	Middle Name
Daniel	Pullen	
Street Address 1	Street Address 2	
c/o NCINO, INC.	2605 Iron Gate Drive	710/0-4-10-1
City	State/Province/Country	ZIP/PostalCode
Wilmington	NORTH CAROLINA	28412
<b>Relationship:</b> X Executive Office	r Director Promoter	
Clarification of Response (if Neces	sary):	
Treasurer		
Last Name	First Name	Middle Name
Smith	Katherin	
Street Address 1	Street Address 2	
c/o NCINO, INC.	2605 Iron Gate Drive	
City	State/Province/Country	ZIP/PostalCode
Wilmington	NORTH CAROLINA	28412
Relationship: X Executive Office	r Director Promoter	
Clarification of Response (if Neces	sary):	
Secretary		
Last Name	First Name	Middle Name
DiVittorio	Tom	
Street Address 1	Street Address 2	
c/o NCINO, INC.	2605 Iron Gate Drive	
City	State/Province/Country	ZIP/PostalCode
Wilmington	NORTH CAROLINA	28412
<b>Relationship:</b> X Executive Office	r Director Promoter	
Clarification of Response (if Neces	sary):	
Head of Product Management and	Engineering	
Last Name	First Name	Middle Name
Desmond	Sean	
Street Address 1	Street Address 2	
c/o NCINO, INC.	2605 Iron Gate Drive	
City	State/Province/Country	ZIP/PostalCode
Wilmington	NORTH CAROLINA	28412
<b>Relationship:</b> X Executive Office	r Director Promoter	
Clarification of Response (if Neces	sary):	
Head of Professional Services		
Last Name	First Name	Middle Name
_	James	
Mahan		
Street Address 1	Street Address 2	
<b>Street Address 1</b> c/o NCINO, INC.	2605 Iron Gate Drive	
Street Address 1		ZIP/PostalCode 28412

**Relationship:** Executive Officer X Director Promoter

Last Name	<b>First Name</b> Jeff	Middle Name
Horing Street Address 1	Jeff Street Address 2	
c/o NCINO, INC.	2605 Iron Gate Drive	
City	State/Province/Country	ZIP/PostalCode
Wilmington	NORTH CAROLINA	28412
<b>Relationship:</b> Executive Officer	X Director Promoter	
Clarification of Response (if Neces	sary):	
Last Name	First Name	Middle Name
Lunsford	Jeffrey	
Street Address 1	Street Address 2	
c/o NCINO, INC.	2605 Iron Gate Drive	
City	State/Province/Country	ZIP/PostalCode
Wilmington	NORTH CAROLINA	28412
<b>Relationship:</b> Executive Officer	X Director Promoter	
Clarification of Response (if Neces	sary):	
Last Name	First Name	Middle Name
Ruh	William	
Street Address 1	Street Address 2	
c/o NCINO, INC.	2605 Iron Gate Drive	
City	State/Province/Country	ZIP/PostalCode
Wilmington	NORTH CAROLINA	28412
<b>Relationship:</b> Executive Officer	X Director Promoter	
Clarification of Response (if Neces	sary):	
Last Name	First Name	Middle Name
Mabry	Jim	
Street Address 1	Street Address 2	
c/o NCINO, INC.	2605 Iron Gate Drive	
City	State/Province/Country	ZIP/PostalCode
Wilmington	NORTH CAROLINA	28412
<b>Relationship:</b> Executive Officer	X Director Promoter	
Clarification of Response (if Neces	sary):	
4. Industry Group		
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	-
Commercial Banking		Restaurants
Insurance	Health Insurance	Technology
Investing	Hospitals & Physicians	Computers
Investment Banking	Pharmaceuticals	Telecommunications
my council Dunning		
Pooled Investment Fund	Other Health Care	X Other Technology

Is the issuer registered as an investment company under the Investment Company Act of 1940?

> Yes No

Other Health Care Manufacturing **Real Estate** Commercial Construction

X Other Technology Travel Airlines & Airports Lodging & Conventions Tourism & Travel Services Other Banking & Financial ServicesREITS & FinanceOther TravelBusiness ServicesResidentialOtherEnergyOther Real EstateOther Real EstateCoal MiningElectric UtilitiesEnergy ConservationEnergy ConservationEnvironmental ServicesEnvironmental ServicesOil & GasOther Energy

## 5. Issuer Size

<b>Revenue Range</b>	OR	Aggregate Net Asset Value Range
No Revenues		No Aggregate Net Asset Value
\$1 - \$1,000,000		\$1 - \$5,000,000
\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000
Over \$100,000,000		Over \$100,000,000
X Decline to Disclose		Decline to Disclose
Not Applicable		Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

	Investment Company	Investment Company Act Section 3(c)		
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1)	Section 3(c)(9)		
Rule 504 (b)(1)(i) Rule 504 (b)(1)(ii)	Section 3(c)(2)	Section 3(c)(10)		
Rule 504 (b)(1)(iii)	Section 3(c)(3)	Section 3(c)(11)		
Rule 505	Section 3(c)(4)	Section 3(c)(12)		
X Rule 506(b)	Section 3(c)(5)	Section 3(c)(13)		
Rule 506(c) Securities Act Section 4(a)(5)	Section 3(c)(6)	Section 3(c)(14)		
	Section 3(c)(7)			

## 7. Type of Filing

- X New Notice Date of First Sale 2015-02-12 First Sale Yet to Occur Amendment
- 8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes X No

9. Type(s) of Securities Offered (select all that apply)

X Equity	Pooled Investment Fund Interests
Debt	Tenant-in-Common Securities
Option, Warrant or Other Right to Acquire Another Security	Mineral Property Securities
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Other (describe)

10. Business Combination Transaction

a merger, acquisition or exchange offer? Clarification of Response (if Necessary): 11. Minimum Investment Minimum investment accepted from any outside investor \$0 USD 12. Sales Compensation Recipient Recipient CRD Number X None (Associated) Broker or Dealer X None (Associated) Broker or Dealer CRD Number X None **Street Address 1** Street Address 2 City State/Province/Country **ZIP**/Postal Code State(s) of Solicitation (select all that apply) All States Foreign/non-US Check "All States" or check individual States 13. Offering and Sales Amounts **Total Offering Amount** \$37,661,810 USD or Indefinite **Total Amount Sold** \$29,041,444 USD Total Remaining to be Sold \$8,620,366 USD or Indefinite Clarification of Response (if Necessary): 14. Investors Select if securities in the offering have been or may be sold to persons who do not qualify as accredited

investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

0

Sales Commissions	\$0 USD	Estimate
Finders' Fees	\$0 USD	Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

• Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*

- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NCINO, INC.	/s/ Katherin W. Smith	Katherin W. Smith	Secretary	2015-02-26

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.