

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

OMB APPROVAL
OMB Number: 3235-0145
Expires: February 28, 2009
Estimated average burden hours per response . . . 10.4

**Threshold Pharmaceuticals, Inc.**

(Name of Issuer)

**Common Stock**

(Title of Class of Securities)

**885807107**

(CUSIP Number)

**December 31, 2006**

(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).

CUSIP No. 885807107

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Sutter Hill Ventures, A California Limited Partnership 77-0287059

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  
California, USA

5. Sole Voting Power  
2,339,875

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6. Shared Voting Power

7. Sole Dispositive Power  
2,339,875

8. Shared Dispositive Power

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,339,875

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

11. Percent of Class Represented by Amount in Row (9)  
6.3%

12. Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 885807107

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Sutter Hill Entrepreneurs Fund (AI), L.P. 94-3338942

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  
California, USA

5. Sole Voting Power  
23,762

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6. Shared Voting Power

7. Sole Dispositive Power  
23,762

8. Shared Dispositive Power

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
23,762

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

11. Percent of Class Represented by Amount in Row (9)  
0.1%

12. Type of Reporting Person (See Instructions)  
PN

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Sutter Hill Entrepreneurs Fund (QP), L.P. 94-3338941

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

(a)

(b)

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3. SEC Use Only

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4. Citizenship or Place of Organization  
California, USA

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5. Sole Voting Power  
60,170

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6. Shared Voting Power

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7. Sole Dispositive Power  
60,170

---

8. Shared Dispositive Power

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9. Aggregate Amount Beneficially Owned by Each Reporting Person  
60,170

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

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11. Percent of Class Represented by Amount in Row (9)  
0.2%

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12. Type of Reporting Person (See Instructions)  
PN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
David L. Anderson

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

(a)

(b)

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3. SEC Use Only

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4. Citizenship or Place of Organization  
USA

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	5.	Sole Voting Power 107,614*
Number of Shares Beneficially Owned by Each Reporting Person With	6.	Shared Voting Power 2,423,807**
	7.	Sole Dispositive Power 107,614*
	8.	Shared Dispositive Power 2,423,807**
	9.	Aggregate Amount Beneficially Owned by Each Reporting Person 2,531,421
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9) 6.8%	
12.	Type of Reporting Person (See Instructions) IN	

\* Includes 31,689 shares held in The Anderson Living Trust of which the reporting person is the trustee, 50,925 shares held by a retirement trust for the benefit of the reporting person and 25,000 shares held by Anvest, L.P. of which the reporting person is the General Partner. The reporting person disclaims beneficial ownership of the trusts' and the partnership's shares except as to the reporting person's pecuniary interest in the trusts and the partnership.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

CUSIP No. 885807107

	1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only) G. Leonard Baker, Jr.
	2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
	3.	SEC Use Only
	4.	Citizenship or Place of Organization USA
Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 134,640*
	6.	Shared Voting Power 2,423,807**
	7.	Sole Dispositive Power 134,640*
	8.	Shared Dispositive Power 2,423,807**

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,558,447

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

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

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12. Type of Reporting Person (See Instructions)  
IN

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\* Includes 57,526 shares held in The Baker Revocable Trust of which the reporting person is a trustee and 54,073 shares held by Saunders Holdings, L.P. of which the reporting person is a General Partner. The reporting person disclaims beneficial ownership of the trust's and the partnership's shares except as to the reporting person's pecuniary interest in the trust and the partnership.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

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CUSIP No. 885807107

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
William H. Younger, Jr.

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

(a)

(b)

---

3. SEC Use Only

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4. Citizenship or Place of Organization  
USA

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5. Sole Voting Power  
176,848\*

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6. Shared Voting Power  
2,423,807\*\*

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7. Sole Dispositive Power  
176,848\*

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8. Shared Dispositive Power  
2,423,807\*\*

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9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,600,655

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

---

11. Percent of Class Represented by Amount in Row (9)  
7.0%

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12. Type of Reporting Person (See Instructions)  
IN

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\* Includes 69,599 shares held in The Younger Living Trust of which the reporting person is the trustee, 92,531 shares held by a retirement trust for the benefit of the reporting person and 14,718 shares owned by the children of the reporting person. The reporting person disclaims beneficial ownership of the trusts' shares except as to the reporting person's pecuniary interest in the trusts. The reporting person disclaims beneficial ownership of the children's shares.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

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CUSIP No. 885807107

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Tench Coxe

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

(a)

(b)

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3. SEC Use Only

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4. Citizenship or Place of Organization  
USA

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5. Sole Voting Power  
281,819\*

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6. Shared Voting Power  
2,423,807\*\*

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7. Sole Dispositive Power  
281,819\*

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8. Shared Dispositive Power  
2,423,807\*\*

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9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,705,626

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

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11. Percent of Class Represented by Amount in Row (9)  
7.2%

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12. Type of Reporting Person (See Instructions)  
IN

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\* Includes 262,650 shares held in The Coxe Revocable Trust of which the reporting person is a trustee and 19,169 shares held by a retirement trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of the trusts' shares except as to the reporting person's pecuniary interest in the trusts.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Gregory P. Sands

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

(a)

(b)

---

3. SEC Use Only

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4. Citizenship or Place of Organization  
USA

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Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 45,332*
	6.	Shared Voting Power 2,423,807**
	7.	Sole Dispositive Power 45,332*
	8.	Shared Dispositive Power 2,423,807**

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9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,469,139

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

---

11. Percent of Class Represented by Amount in Row (9)  
6.6%

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12. Type of Reporting Person (See Instructions)  
IN

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\* Includes 1,499 shares held in the Gregory P. and Sarah J.D. Sands Trust Agreement of which the reporting person is a trustee and 24,084 shares held in the Gregory P. Sands Charitable Remainder Unitrust of which the reporting person is the trustee. The reporting person disclaims beneficial ownership of the trusts' shares except as to the reporting person's pecuniary interest in the trusts.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
James C. Gaither

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

(a)

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(b)

3. SEC Use Only

4. Citizenship or Place of Organization  
USA

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power  
45,332\*

6. Shared Voting Power  
2,423,807\*\*

7. Sole Dispositive Power  
45,332\*

8. Shared Dispositive Power  
2,423,807\*\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,469,139

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

11. Percent of Class Represented by Amount in Row (9)  
6.6%

12. Type of Reporting Person (See Instructions)  
IN

\* Includes 19,749 shares held by Tallack Partners, L.P. of which the reporting person is the General Partner. The reporting person disclaims beneficial ownership of the partnership's shares except as to the reporting person's pecuniary interest in the partnership.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

CUSIP No. 885807107

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
James N. White

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  
USA



	5.	Sole Voting Power 24,461*
Number of Shares Beneficially Owned by Each Reporting Person With	6.	Shared Voting Power 2,423,807**
	7.	Sole Dispositive Power 24,461*
	8.	Shared Dispositive Power 2,423,807**
	9.	Aggregate Amount Beneficially Owned by Each Reporting Person 2,448,268
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9) 6.6%	
12.	Type of Reporting Person (See Instructions) IN	

\* Shares are held by a retirement trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of these shares except as to the reporting person's pecuniary interest in the trust.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

CUSIP No. 885807107

	1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only) Jeffrey W. Bird
	2.	Check the Appropriate Box if a Member of a Group (See Instructions)
	(a)	<input type="checkbox"/>
	(b)	<input checked="" type="checkbox"/>
	3.	SEC Use Only
	4.	Citizenship or Place of Organization USA
Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 70,968*
	6.	Shared Voting Power 2,423,807**
	7.	Sole Dispositive Power 70,968*
	8.	Shared Dispositive Power 2,423,807**

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,494,775
- 
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
- 
11. Percent of Class Represented by Amount in Row (9)  
6.7%
- 
12. Type of Reporting Person (See Instructions)  
IN
- 

\* Includes 65,449 shares held in Jeffrey W. and Christina R. Bird Trust Agreement of which the reporting person is a trustee and 5,519 shares held by a retirement trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of the trusts' shares except as to the reporting person's pecuniary interest in the trusts.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

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CUSIP No. 885807107

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
David E. Sweet
- 
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  
USA
- 
- |   |    |   |
|---|----|---|
|   | 5. | Sole Voting Power<br>34,402*            |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. | Shared Voting Power<br>2,423,807**      |
|   | 7. | Sole Dispositive Power<br>34,402*       |
|   | 8. | Shared Dispositive Power<br>2,423,807** |
- 
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,458,209
- 
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
- 
11. Percent of Class Represented by Amount in Row (9)  
6.6%
- 
12. Type of Reporting Person (See Instructions)  
IN
-

\* Includes 25,231 shares held by a retirement trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of the trust's shares except as to the reporting person's pecuniary interest in the trust.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

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Item 1.

- (a) Name of Issuer  
Threshold Pharmaceuticals, Inc.
- 
- (b) Address of Issuer's Principal Executive Offices  
1300 Seaport Boulevard, Redwood City, CA 94063
- 

Item 2.

- (a) Name of Person Filing  
Exhibit A is hereby incorporated by reference
- 
- (b) Address of Principal Business Office or, if none, Residence  
See Exhibit A
- 
- (c) Citizenship  
See Exhibit A
- 
- (d) Title of Class of Securities  
Common Stock
- 
- (e) CUSIP Number  
885807107
- 

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  Group, in accordance with §240.13d-1(b)(1)(ii)(J).

N/A

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Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:  
See Exhibit A which is hereby incorporated by reference and related pages 2 to 13
-

- (b) Percent of class:  
See Exhibit A which is hereby incorporated by reference and related pages 2 to 13
- (c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote  
\*\*\*
- (ii) Shared power to vote or to direct the vote  
\*\*\*
- (iii) Sole power to dispose or to direct the disposition of  
\*\*\*
- (iv) Shared power to dispose or to direct the disposition of  
\*\*\*

\*\*\* See Exhibit A which is hereby incorporated by reference and related pages 2 to 13. Messrs. Anderson, Baker, Younger, Coxe, Sands, Gaither, White, Bird and Sweet are Managing Directors of the General Partner of Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., and as such share the voting and disposition powers over the shares held by the partnerships.

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

N/A

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

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

N/A

Item 8. Identification and Classification of Members of the Group

See Exhibit A

Item 9. Notice of Dissolution of Group

N/A

Item 10. Certification

N/A

**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.

2/8/2007

**Date**

Sutter Hill Ventures, A California Limited Partnership

/s/ Jeffrey W. Bird

**Signature**

Jeffrey W. Bird  
Managing Director of the General Partner

**Name/Title**

Sutter Hill Entrepreneurs Fund (AI), L.P.

/s/ Jeffrey W. Bird

**Signature**

Jeffrey W. Bird  
 Managing Director of the General Partner  
 \_\_\_\_\_  
**Name/Title**

Sutter Hill Entrepreneurs Fund (QP), L.P.  
 \_\_\_\_\_  
 /s/ Jeffrey W. Bird  
**Signature**

Jeffrey W. Bird  
 Managing Director of the General Partner  
 \_\_\_\_\_  
**Name/Title**

/s/ David L. Anderson  
 \_\_\_\_\_  
**Signature**

/s/ G. Leonard Baker, Jr.  
 \_\_\_\_\_  
**Signature**

/s/ William H. Younger, Jr.  
 \_\_\_\_\_  
**Signature**

/s/ Tench Coxe  
 \_\_\_\_\_  
**Signature**

/s/ Gregory P. Sands  
 \_\_\_\_\_  
**Signature**

/s/ James C. Gaither  
 \_\_\_\_\_  
**Signature**

/s/ James N. White  
 \_\_\_\_\_  
**Signature**

/s/ Jeffrey W. Bird  
 \_\_\_\_\_  
**Signature**

/s/ David E. Sweet  
 \_\_\_\_\_  
**Signature**

**EXHIBIT A TO SCHEDULE 13G - THRESHOLD PHARMACEUTICALS, INC.**

Name of Originator	Aggregate Number of Shares Beneficially Owned		% of Total Shares
	Individual	Aggregate	
Sutter Hill Ventures, A California Limited Partnership	2,339,875		6.3%
Sutter Hill Entrepreneurs Fund (AI), L.P.	23,762		0.1%
Sutter Hill Entrepreneurs Fund (QP), L.P.	60,170		0.2%
David L. Anderson	107,614	Note 2	0.3%
		2,531,421	Note 1
			6.8%
G. Leonard Baker, Jr.	134,640	Note 3	0.4%
		2,558,447	Note 1
			6.8%
William H. Younger, Jr.	176,848	Note 4	0.5%
		2,600,655	Note 1
			7.0%
Tench Coxe	281,819	Note 5	0.8%
		2,705,626	Note 1
			7.2%
Gregory P. Sands	45,332	Note 6	0.1%
		2,469,139	Note 1
			6.6%
James C. Gaither	45,332	Note 7	0.1%
		2,469,139	Note 1
			6.6%
James N. White	24,461	Note 8	0.1%
		2,448,268	Note 1
			6.6%
Jeffrey W. Bird	70,968	Note 9	0.2%
		2,494,775	Note 1
			6.7%
David E. Sweet	34,402	Note 10	0.1%
		2,458,209	Note 1
			6.6%

The address for all of the above is: 755 Page Mill Road, Suite A-200, Palo Alto, CA 94304

The partnerships are organized in California. The individuals are all U.S. citizens and residents.

None of the above has been convicted in any criminal proceedings nor have they been subject to judgments, decrees, or final orders enjoining future violations of Federal or State securities laws.

All of the parties are individuals or entities in the venture capital business.

Note 1: Includes individual shares plus all shares held by the following partnerships in which the reporting person is a Managing Director of the General Partner: Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

Note 2: Includes 31,689 shares held in The Anderson Living Trust of which the reporting person is the trustee, 50,925 shares held by a retirement trust for the benefit of the reporting person and 25,000 shares held by Anvest, L.P. of which the reporting person is the General Partner. The reporting person disclaims beneficial ownership of the trusts' and the partnership's shares except as to the reporting person's pecuniary interest in the trusts and the partnership.

Note 3: Includes 57,526 shares held in The Baker Revocable Trust of which the reporting person is a trustee and 54,073 shares held by Saunders Holdings, L.P. of which the reporting person is a General Partner. The reporting person disclaims beneficial ownership of the trust's and the partnership's shares except as to the reporting person's pecuniary interest in the trust and the partnership.

Note 4: Includes 69,599 shares held in The Younger Living Trust of which the reporting person is the trustee, 92,531 shares held by a retirement trust for the benefit of the reporting person and 14,718 shares owned by the children of the reporting person. The reporting person disclaims beneficial ownership of the trusts' shares except as to the reporting person's pecuniary interest in the trusts. The reporting person disclaims beneficial ownership of the children's shares.

Note 5: Includes 262,650 shares held in The Coxie Revocable Trust of which the reporting person is a trustee and 19,169 shares held by a retirement trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of the trusts' shares except as to the reporting person's pecuniary interest in the trusts.

Note 6: Includes 1,499 shares held in the Gregory P. and Sarah J.D. Sands Trust Agreement of which the reporting person is a trustee and 24,084 shares held in the Gregory P. Sands Charitable Remainder Unitrust of which the reporting person is the trustee. The reporting person disclaims beneficial ownership of the trusts' shares except as to the reporting person's pecuniary interest in the trusts.

Note 7: Includes 19,749 shares held by Tallack Partners, L.P. of which the reporting person is the General Partner. The reporting person disclaims beneficial ownership of the partnership's shares except as to the reporting person's pecuniary interest in the partnership.

Note 8: Shares are held by a retirement trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of these shares except as to the reporting person's pecuniary interest in the trust.

Note 9: Includes 65,449 shares held in the Jeffrey W. and Christina R. Bird Trust Agreement of which the reporting person is a trustee and 5,519 shares held by a retirement trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of the trusts' shares except as to the reporting person's pecuniary interest in the trusts.

Note 10: Includes 25,231 shares held by a retirement trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of the trust's shares except as to the reporting person's pecuniary interest in the trust.

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