

Northern Light Partners, L.P.
 Form 3
 March 27, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

| | | | | | |
|---|---------|----------|---|--|--|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Northern Light Venture Capital, Ltd. | | | (Month/Day/Year) | AEROHIVE NETWORKS, INC [HIVE] | |
| (Last) | (First) | (Middle) | 03/27/2014 | | |
| SUITE 1701, HUTCHISON HOUSE,Â 10 HARCOURT ROAD, CENTRAL | | | 4. Relationship of Reporting Person(s) to Issuer | | |
| (Street) | | | (Check all applicable) | | |
| HONG KONG,Â K3Â | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | |
| | | | <input type="checkbox"/> Form filed by One Reporting Person | | |
| | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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 control number.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|------------------|
| Series A Preferred Stock | Â (1) | Â (1) | Common Stock | 2,168,410 | \$ (1) | I | See footnote (2) |
| Series A Preferred Stock | Â (1) | Â (1) | Common Stock | 476,231 | \$ (1) | I | See footnote (3) |
| Series A Preferred Stock | Â (1) | Â (1) | Common Stock | 238,115 | \$ (1) | I | See footnote (4) |
| Series B Preferred Stock | Â (5) | Â (5) | Common Stock | 1,321,380 | \$ (5) | I | See footnote (2) |
| Series B Preferred Stock | Â (6) | Â (6) | Common Stock | 290,204 | \$ (6) | I | See footnote (3) |
| Series B Preferred Stock | Â (7) | Â (7) | Common Stock | 145,101 | \$ (7) | I | See footnote (4) |
| Series C Preferred Stock | Â (1) | Â (1) | Common Stock | 2,066,353 | \$ (1) | I | See footnote (2) |
| Series C Preferred Stock | Â (1) | Â (1) | Common Stock | 453,817 | \$ (1) | I | See footnote (3) |
| Series C Preferred Stock | Â (1) | Â (1) | Common Stock | 226,908 | \$ (1) | I | See footnote (4) |
| Series D Preferred Stock | Â (1) | Â (1) | Common Stock | 338,143 | \$ (1) | I | See footnote (2) |
| Series D Preferred Stock | Â (1) | Â (1) | Common Stock | 74,264 | \$ (1) | I | See footnote (3) |
| Series D Preferred Stock | Â (1) | Â (1) | Common Stock | 37,132 | \$ (1) | I | See footnote (4) |
| Series E Preferred Stock | Â (1) | Â (1) | Common Stock | 34,093 | \$ (1) | I | See footnote (2) |
| Series E Preferred Stock | Â (1) | Â (1) | Common Stock | 7,487 | \$ (1) | I | See footnote (3) |
| Series E Preferred Stock | Â (1) | Â (1) | Common Stock | 3,744 | \$ (1) | I | See footnote (4) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Northern Light Venture Capital, Ltd. SUITE 1701, HUTCHISON HOUSE 10 HARCOURT ROAD, CENTRAL | Â | Â X | Â | Â |

HONG KONG,Â K3Â

DENG FENG

SUITE 1701, HUTCHISON HOUSE
10 HARCOURT ROAD, CENTRAL
HONG KONG,Â K3Â

Â Â X Â Â

KE YAN

SUITE 1701, HUTCHISON HOUSE
10 HARCOURT ROAD, CENTRAL
HONG KONG,Â K3Â

Â Â X Â Â

Lee Jeffrey

SUITE 1701, HUTCHISON HOUSE
10 HARCOURT ROAD, CENTRAL
HONG KONG,Â K3Â

Â Â X Â Â

Northern Light Partners Fund, L.P.

SUITE 1701, HUTCHISON HOUSE
10 HARCOURT ROAD, CENTRAL
HONG KONG,Â K3Â

Â Â X Â Â

NORTHERN LIGHT STRATEGIC FUND L P

SUITE 1701, HUTCHISON HOUSE
10 HARCOURT ROAD, CENTRAL
HONG KONG,Â K3Â

Â Â X Â Â

NORTHERN LIGHT VENTURE FUND L P

SUITE 1701, HUTCHISON HOUSE
10 HARCOURT ROAD, CENTRAL
HONG KONG,Â K3Â

Â Â X Â Â

Northern Light Partners, L.P.

SUITE 1701, HUTCHISON HOUSE
10 HARCOURT ROAD, CENTRAL
HONG KONG,Â K3Â

Â Â X Â Â

Signatures

/s/ Jeffrey D. Lee, as director of Northern Light Venture Capital, Ltd.

03/27/2014

**Signature of Reporting Person

Date

/s/ Jeffrey D. Lee, as director of Northern Light Venture Capital, Ltd., the general partner of Northern Light Partners, L.P.

03/27/2014

**Signature of Reporting Person

Date

/s/ Jeffrey D. Lee, as director of Northern Light Venture Capital, Ltd., the general partner of Northern Light Partners, L.P. the general partner of Northern Light Venture Fund, L.P.

03/27/2014

**Signature of Reporting Person

Date

/s/ Jeffrey D. Lee, as director of Northern Light Venture Capital, Ltd., the general partner of Northern Light Partners, L.P. the general partner of Northern Light Strategic Fund, L.P.

03/27/2014

**Signature of Reporting Person

Date

/s/ Jeffrey D. Lee, as director of Northern Light Venture Capital, Ltd., the general partner of Northern Light Partners, L.P. the general partner of Northern Light Partners Fund, L.P.

03/27/2014

