

ARI NETWORK SERVICES INC /WI
 Form 3
 July 31, 2013

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 12 West Capital Management LP | | | (Month/Day/Year) 07/29/2013 | | ARI NETWORK SERVICES INC /WI [ARIS] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 90 PARK AVENUE,Â 41ST FLOOR | | | (Check all applicable) | | | |
| (Street) | | | ___ Director | | __X__ 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) __X__ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person |
| NEW YORK,Â NYÂ 10016 | | | ___ Officer | | ___ Other | |
| (City) | (State) | (Zip) | (give title below) | | (specify below) | |

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) |
|------------------------------------|--|---|--|
| Common Stock, par value \$0.001 | 1,151,290 | I | See footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> |

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

SEC 1473 (7-02)

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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) | |
|-----------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Common Stock Warrants | 07/29/2013 | 03/12/2018 | Common Stock | 300,000 | \$ 1.8 | I | See footnotes ⁽¹⁾ <u>(2)</u> <u>(3)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| 12 West Capital Management LP 90 PARK AVENUE 41ST FLOOR NEW YORK, NY 10016 | ^ | ^ X | ^ | ^ |

Signatures

/s/ Joel Ramin, Sole Member of 12 West Capital Management, LLC, the general partner of the Reporting Person

07/31/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- The securities of ARI Network Services, Inc. reported herein are held by 12 West Capital Fund LP, a Delaware limited partnership, and 12 West Capital Offshore Fund LP, a Cayman Islands exempted limited partnership (each, a "Fund", and together, the "Funds"). The Funds are advised by 12 West Capital Management LP (the "Reporting Person"). The Reporting Person, in its capacity as the investment manager of the Funds, has the sole power to vote and the sole power to direct the disposition of all the securities held by the Funds. Joel Ramin, as the sole member of 12 West Capital Management, LLC, the general partner of the Reporting Person, possesses the voting and dispositive power with respect to all securities beneficially owned by the Reporting Person. Thus, for the purposes of Reg. Section 240.13d-3, the Reporting Person may be deemed to beneficially own the securities reported herein.
- (1) The Reporting Person's interest in such securities is limited to the extent of its pecuniary interest in the Funds, if any.
 - (2) This report shall not be deemed an admission that the Reporting Person, each Fund or any other person is the beneficial owner of the securities reported herein for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
 - (3)

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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