

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>MF Ventures, LLC</u> <hr/> (Last) (First) (Middle) 201 SPEAR STREET, 14TH FLOOR <hr/> (Street) SAN FRANCISCO CA 94105 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/30/2017	3. Issuer Name and Ticker or Trading Symbol <u>Sphere 3D Corp [ANY]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 12/26/2017 6. Individual or Joint/Group Filing (Check Applicable Line) 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)
Common Stock	1,694,570 ⁽¹⁾	D ⁽²⁾	

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 Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Common Stock Warrants (Right to Buy)	08/11/2017	08/11/2022	Common Stock	5.25	D	

1. Name and Address of Reporting Person*
MF Ventures, LLC

 (Last) (First) (Middle)
 201 SPEAR STREET, 14TH FLOOR

 (Street)
 SAN FRANCISCO CA 94105

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
MACFARLANE VICTOR B

 (Last) (First) (Middle)
 C/O MF VENTURES, LLC
 201 SPEAR STREET, 14TH FLOOR

 (Street)
 SAN FRANCISCO CA 94105

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
MacFarlane Thaderine D.

 (Last) (First) (Middle)
 C/O MF VENTURES, LLC
 201 SPEAR STREET, 14TH FLOOR

 (Street)

SAN FRANCISCO CA

94105

(City)

(State)

(Zip)

Explanation of Responses:

1. This amendment, to the Form 3 filed on December 26, 2017, is being filed (i) to correct the reporting of shares of Common Stock beneficially owned by the Reporting Persons and (ii) to report their ownership of Common Stock Warrants.
2. Victor B. MacFarlane and Thaderine D. MacFarlane are controlling members of MF Ventures, LLC and may be deemed to share and have indirect beneficial ownership over, and share indirect pecuniary interest in, 1,694,570 shares held directly by MF Ventures, LLC.

Remarks:

/s/ Victor B. MacFarlane, 03/05/2018
Manager of MF Ventures, LLC

/s/ Victor B. MacFarlane 03/05/2018

/s/ Thaderine D. MacFarlane 03/05/2018

** 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 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).

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

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.