

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13G

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions

Filing Date: **1994-08-25**
SEC Accession No. **0000047217-94-000014**

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SUBJECT COMPANY

SEQUOIA SYSTEMS INC

CIK: **724621** | IRS No.: **042738973** | State of Incorporation: **DE** | Fiscal Year End: **0630**
Type: **SC 13G** | Act: **34** | File No.: **005-41620** | Film No.: **94545971**
SIC: **7373** Computer integrated systems design

Mailing Address
400 NICKERSON ROAD
MARLBORO MA 01752

Business Address
400 NICKERSON RD
MARLBORO MA 01752
5084800800

FILED BY

HEWLETT PACKARD CO

CIK: **47217** | IRS No.: **941081436** | State of Incorporation: **CA** | Fiscal Year End: **1031**
Type: **SC 13G**
SIC: **3570** Computer & office equipment

Business Address
3000 HANOVER ST
PALO ALTO CA 94304
4158571501

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.#0)*

SEQUOIA SYSTEMS, INC

(Name of Issuer)

Common Stock, \$.40 par value per share

(Title of Class of Securities)

817438 10 4

(CUSIP Number)

Check the following box if a fee is being paid with this statement [X].
(A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

*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 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).

1 Names of Reporting Persons. S.S. or I.R.S. Identification Nos. of Above Persons

Hewlett-Packard Company I.R.S Identification No. 94-1081436

2 Check the Appropriate Box if a Member of a Group

(a) []

Not Applicable

(b) []

3 SEC Use Only

4 Citizenship or Place of Organization

California

5 Sole Voting Power

688,836

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

6 Shared Voting Power

0

7 Sole Dispositive Power

688,836

8 Shared Dispositive Power

0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

688,836

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares

[]

Not Applicable

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

8.17%*

12 Type of Reporting Person

CO

* All calculations are based on 8,432,232 shares of Sequoia Systems, Inc. Common Stock outstanding as of February 14, 1991.

Item 1(a). Name of Issuer:
Sequoia Systems, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:
300 Nickerson Road, Marlborough, Massachusetts 01752

Item 2(a). Name of Person Filing:
Hewlett-Packard Company

Item 2(b). Address of Principal Business Offices:
3000 Hanover Street, Palo Alto, California 94304

Item 2(c). Citizenship:
United States of America

Item 2(d). Title of Class of Securities:
Common Stock of \$0.40 par value per share

Item 2(e). CUSIP Number:
428236 10 3

Item 3. Type of Person Reporting under Rules 13d-1(b) or 13d-2(b):
Not applicable

Item 4. Ownership

(a) Amount Beneficially Owned: 688,836

(b) Percent of Class: 8.17%

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:
688,836

(ii) Shared power to vote or to direct the vote: 0

(iii) Sole power to dispose or to direct the
disposition of: 688,836

(iv) Shared power to dispose or to direct the
disposition of: 0

Item 5. Ownership of Five Percent or Less of a Class
Not Applicable

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

Not Applicable

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

Not Applicable

Item 8. Identification and Classification of Members of the Group

Not Applicable

Item 9. Notice of Dissolution of Group

Not Applicable

Item 10. Certification

Not Applicable

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.

Dated: August 25, 1994

HEWLETT-PACKARD COMPANY

By: /s/ ANN O. BASKINS

Ann O. Baskins, Assistant
Secretary & Managing
Counsel