

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

OMB APPROVAL
OMB Number: 3235-0076
Estimated average burden
hours per response: 4.00

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number)
0000923338

Previous Names
☒ None

Entity Type
☒ Corporation
☐ Limited Partnership
☐ Limited Liability Company
☐ General Partnership
☐ Business Trust
☐ Other (Specify)

Name of Issuer
KOCH INDUSTRIES INC

Jurisdiction of Incorporation/Organization
KANSAS

Year of Incorporation/Organization
☒ Over Five Years Ago
☐ Within Last Five Years (Specify Year)
☐ Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer
KOCH INDUSTRIES INC

Street Address 1
4111 East 37th Street North

City
WICHITA

State/Province/Country
KANSAS

Street Address 2

ZIP/PostalCode
67220

Phone Number of Issuer
3168285500

3. Related Persons

Last Name
Koch

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☒ Director
☐ Promoter

First Name
Charles

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
G.

Clarification of Response (if Necessary):

Last Name
Moeller

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☒ Director
☐ Promoter

First Name
Joseph

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
W.

Clarification of Response (if Necessary):

Last Name
Robertson

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☒ Director
☐ Promoter

First Name
David

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
L.

Clarification of Response (if Necessary):

Last Name
Feilmeier

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☒ Director
☐ Promoter

First Name
Steven

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
J.

Clarification of Response (if Necessary):

Last Name
Humphrey

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
Mark

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
E.

Clarification of Response (if Necessary):

Last Name
Pittenger

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
John

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
C.

Clarification of Response (if Necessary):

Last Name
Bushman

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
Randall

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
A.

Clarification of Response (if Necessary):

Last Name
Tatum

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
Steve

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
E.

Clarification of Response (if Necessary):

Last Name
May

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
David

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
J.

Clarification of Response (if Necessary):

Last Name
Dinkel

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
Richard

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
K.

Clarification of Response (if Necessary):

Last Name
Marshall

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☐ Executive Officer
☒ Director
☐ Promoter

First Name
Elaine

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
T.

Clarification of Response (if Necessary):

Last Name
Gentry

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☐ Executive Officer
☒ Director
☐ Promoter

First Name
Jeffrey

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
N.

Clarification of Response (if Necessary):

Last Name
Hannan

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☒ Director
☐ Promoter

First Name
James

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
B.

Clarification of Response (if Necessary):

Last Name
Koch

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☐ Executive Officer
☒ Director
☐ Promoter

First Name
C.

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
Chase

Clarification of Response (if Necessary):

Last Name
Razok

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☒ Director
☐ Promoter

First Name
Bradley

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
J.

Clarification of Response (if Necessary):

Last Name
Dotson

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
David

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
C.

Clarification of Response (if Necessary):

Last Name
Flannery

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
Matthew

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name

Clarification of Response (if Necessary):

Last Name
Ellender

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
Philip

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
G.

Clarification of Response (if Necessary):

Last Name
Malone

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
Walter

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
N.

Clarification of Response (if Necessary):

Last Name
Flesher

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☐ Executive Officer
☒ Director
☐ Promoter

First Name
Gregory

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
W.

Clarification of Response (if Necessary):

Last Name
Geoffroy, III

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
Raymond

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
F.

Clarification of Response (if Necessary):

Last Name
Lutters

Street Address 1
4111 East 37th Street North

City
Wichita

Relationship:
☒ Executive Officer
☐ Director
☐ Promoter

First Name
Mark

Street Address 2

State/Province/Country
KANSAS

ZIP/PostalCode
67220

Middle Name
E.

Clarification of Response (if Necessary):

4. Industry Group

☐ Agriculture
☐ Banking & Financial Services
☐ Commercial Banking
☐ Insurance
☐ Investing
☐ Investment Banking
☐ Pooled Investment Fund
☐ Is the issuer registered as an investment company under the Investment Company Act of 1940?
☐ Yes ☐ No
☐ Other Banking & Financial Services
☐ Business Services
☐ Coal Mining
☐ Electric Utilities
☐ Energy Conservation
☐ Environmental Services
☐ Oil & Gas
☐ Other Energy

☐ Health Care
☐ Biotechnology
☐ Health Insurance
☐ Hospitals & Physicians
☐ Pharmaceuticals
☐ Other Health Care
☐ Manufacturing
☐ Real Estate
☐ Commercial
☐ Construction
☐ REITs & Finance
☐ Residential
☐ Other Real Estate

☐ Retailing
☐ Restaurants
☐ Technology
☐ Computers
☐ Telecommunications
☐ Other Technology
☐ Travel
☐ Airlines & Airports
☐ Lodging & Conventions
☐ Tourism & Travel Services
☐ Other Travel
☒ Other

5. Issuer Size

Revenue Range
☐ No Revenue
☐ \$1 - \$1,000,000
☐ \$1,000,001 - \$5,000,000
☐ \$5,000,001 - \$25,000,000
☐ \$25,000,001 - \$100,000,000
☐ Over \$100,000,000
☒ Decline to Disclose
☐ Not Applicable

OR

Aggregate Net Asset Value Range
☐ No Aggregate Net Asset Value
☐ \$1 - \$5,000,000
☐ \$5,000,001 - \$25,000,000
☐ \$25,000,001 - \$50,000,000
☐ \$50,000,001 - \$100,000,000
☐ Over \$100,000,000
☐ Decline to Disclose
☐ Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

☐ Rule 504(b)(1) (not (i), (ii) or (iii))
☐ Rule 504 (b)(1)(i)
☐ Rule 504 (b)(1)(ii)
☐ Rule 504 (b)(1)(iii)
☒ Rule 506(b)
☐ Rule 506(c)
☐ Securities Act Section 4(a)(5)

☐ Investment Company Act Section 3(c)
☐ Section 3(c)(1)
☐ Section 3(c)(2)
☐ Section 3(c)(3)
☐ Section 3(c)(4)
☐ Section 3(c)(5)
☐ Section 3(c)(6)
☐ Section 3(c)(7)

☐ Section 3(c)(9)
☐ Section 3(c)(10)
☐ Section 3(c)(11)
☐ Section 3(c)(12)
☐ Section 3(c)(13)
☐ Section 3(c)(14)

7. Type of Filing

☒ New Notice
☐ Amendment

Date of First Sale 2020-02-28
☐ First Sale Yet to Occur

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? ☐ Yes ☒ No

9. Type(s) of Securities Offered (select all that apply)

☒ Equity
☐ Debt
☐ Option, Warrant or Other Right to Acquire Another Security
☐ Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security

☐ Pooled Investment Fund Interests
☐ Tenant-in-Common Securities
☐ Mineral Property Securities
☐ Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? ☐ Yes ☒ No

11. Minimum Investment

Minimum investment accepted from any outside investor \$1,323,320 USD

12. Sales Compensation

Recipient
(Associated) Broker or Dealer ☒ None

Street Address 1
City
State(s) of Solicitation (select all that apply)
Check "All States" or check individual States ☐ All States ☐ Foreign/non-US

Recipient CRD Number ☒ None
(Associated) Broker or Dealer CRD Number ☒ None
Street Address 2
State/Province/Country
ZIP/Postal Code

13. Offering and Sales Amounts

Total Offering Amount \$52,932,800 USD or ☐ Indefinite

Total Amount Sold \$52,932,800 USD

Total Remaining to be Sold \$0 USD or ☐ Indefinite

14. Investors

☐ Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering: 20

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$0 USD ☐ Estimate

Finders' Fees \$0 USD ☐ Estimate

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD ☐ Estimate

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to officers.*

Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.
For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
KOCH INDUSTRIES INC	/s/ Raffaele G. Fazio	Raffaele G. Fazio	Assistant Secretary	2020-03-11

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.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.