

FREELOVE DAVID
Form 4
September 24, 2012

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Del Mar Asset Management, LP

(Last) (First) (Middle)

711 FIFTH AVENUE, FIFTH FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PARKERVISION INC [PRKR]

3. Date of Earliest Transaction
(Month/Day/Year)
09/20/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common stock, par value \$0.01 (the "Common Stock") | 09/20/2012 | | S | 2,000,000 D \$ 2.3 | 6,734,159 | I | See footnote (1) |
| Common Stock | | | | | 100,000 | D (2) | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Del Mar Asset Management, LP 711 FIFTH AVENUE FIFTH FLOOR NEW YORK, NY 10022 | | X | | |
| DEL MAR MASTER FUND, LTD. 711 FIFTH AVENUE FIFTH FLOOR NEW YORK, NY 10022 | | X | | |
| DEL MAR MANAGEMENT, LLC 711 FIFTH AVENUE FIFTH FLOOR NEW YORK, NY 10022 | | X | | |
| FREELOVE DAVID 711 FIFTH AVENUE FIFTH FLOOR NEW YORK, NY 10022 | | X | | |

Signatures

/s/ Del Mar Asset Management, LP; By its general partner Del Mar Management, LLC; By its managing member David Freelove

09/24/2012

__Signature of Reporting Person

Date

/s/ Del Mar Master Fund, Ltd.; By its investment manager Del Mar Asset Management, LP;

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| | |
|---|------------|
| By its general partner Del Mar Management, LLC; By its managing member David Freelove | 09/24/2012 |
| __Signature of Reporting Person | Date |
| /s/ Del Mar Management LLC; By its managing member David Freelove | 09/24/2012 |
| __Signature of Reporting Person | Date |
| /s/ David Freelove | 09/24/2012 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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 shares of Common Stock to which this relates are held directly by (i) Del Mar Master Fund, Ltd., a Cayman Islands exempted company (the "Master Fund") under the management of Del Mar Asset Management, LP, a Delaware limited liability company ("DMAM") and (ii) a certain trading account under the management of Mr. David Freelove (the "Trading Account"). DMAM serves as investment manager of the Master Fund and as such has discretion over the portfolio securities held by the Master Fund. Del Mar
(1) Management, LLC, a Delaware limited liability company (the "GP"), is the general partner of DMAM and directs DMAM's operations. Mr. David Freelove is the managing member of the GP. Mr. David Freelove also serves as the managing member of the Trading Account and as such has discretion over the portfolio securities held by the Trading Account. DMAM, the GP and Mr. David Freelove disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein.
- (2) The shares of Common Stock to which this relates are held directly by Mr. David Freelove.

Remarks:

In addition to the shares of Common Stock reported herein, as of the date hereof, certain DMAM employees responsible for m

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.