

IYER KAL
Form 4
March 23, 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 *
IYER KAL

(Last) (First) (Middle)

C/O GLU MOBILE INC., 45
FREMONT STREET, SUITE 2800

(Street)

SAN FRANCISCO, CA 94105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GLU MOBILE INC [GLUU]

3. Date of Earliest Transaction
(Month/Day/Year)
03/22/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP, Research & Development

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ 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	(D)	Price
Common Stock	03/22/2012		M ⁽¹⁾		17,187	A	\$ 0.711 21,770
Common Stock	03/22/2012		M ⁽¹⁾		2,962	A	\$ 0.78 24,732
Common Stock	03/22/2012		M ⁽¹⁾		2,962	A	\$ 0.78 27,694
Common Stock	03/22/2012		M ⁽¹⁾		80	A	\$ 0.78 27,774
Common Stock	03/22/2012		M ⁽¹⁾		5,845	A	\$ 0.78 33,619

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Common Stock	03/22/2012		<u>M</u> ⁽¹⁾	3,648	A	\$ 0.78	37,267	D
Common Stock	03/22/2012		<u>M</u> ⁽¹⁾	15,000	A	\$ 1.0648	52,267	D
Common Stock	03/22/2012		<u>M</u> ⁽¹⁾	43,750	A	\$ 1.19	96,017	D
Common Stock	03/22/2012		<u>S</u> ⁽¹⁾	96,017	D	\$ 4.1177	0	D
						<u>(2)</u>		
Common Stock	03/23/2012		<u>M</u> ⁽¹⁾	46,875	A	\$ 1.3	46,875	D
Common Stock	03/23/2012		<u>M</u> ⁽¹⁾	33,853	A	\$ 1.77	80,728	D
Common Stock	03/23/2012		<u>M</u> ⁽¹⁾	28,645	A	\$ 2.03	109,373	D
Common Stock	03/23/2012		<u>S</u> ⁽¹⁾	109,373	D	\$ 4.3396	0	D
						<u>(3)</u>		

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

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(9-02)

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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 0.711	03/22/2012		M		17,187		<u>(4)</u>	04/14/2015	Common Stock	25,000
Stock Option (right to buy)	\$ 0.78	03/22/2012		M		2,962		<u>(5)</u>	05/21/2015	Common Stock	3,333

Stock Option (right to buy)	\$ 0.78	03/22/2012	M	2,962	<u>(5)</u>	05/21/2015	Common Stock	3,333
Stock Option (right to buy)	\$ 0.78	03/22/2012	M	80	<u>(5)</u>	05/21/2015	Common Stock	90
Stock Option (right to buy)	\$ 0.78	03/22/2012	M	5,845	<u>(5)</u>	05/21/2015	Common Stock	6,576
Stock Option (right to buy)	\$ 0.78	03/22/2012	M	3,648	<u>(5)</u>	05/21/2015	Common Stock	4,104
Stock Option (right to buy)	\$ 1.0648	03/22/2012	M	15,000	<u>(6)</u>	12/16/2015	Common Stock	15,000
Stock Option (right to buy)	\$ 1.19	03/22/2012	M	43,750	<u>(7)</u>	04/13/2016	Common Stock	100,000
Stock Option (right to buy)	\$ 1.3	03/23/2012	M	46,875	<u>(8)</u>	07/15/2016	Common Stock	125,000
Stock Option (right to buy)	\$ 1.77	03/23/2012	M	33,853	<u>(9)</u>	10/21/2016	Common Stock	108,333
Stock Option (right to buy)	\$ 2.03	03/23/2012	M	28,645	<u>(10)</u>	01/03/2017	Common Stock	91,667

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IYER KAL C/O GLU MOBILE INC. 45 FREMONT STREET, SUITE 2800 SAN FRANCISCO, CA 94105			Sr. VP, Research & Development	

Signatures

/s/ Kal Iyer

03/23/2012

**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).
 - (1) The stock option exercises and the sales of the underlying option shares were effected pursuant to a trading plan designed to comply with Rule 10b5-1 of the Securities Exchange Act of 1934 that Mr. Iyer entered into on February 15, 2012. All of the shares covered by Mr. Iyer's Rule 10b5-1 plan have been sold and, accordingly, Mr. Iyer's Rule 10b5-1 plan has terminated in accordance with its terms.

Represents a weighted average price, as this transaction was executed in multiple trades at prices ranging from \$4.00 to \$4.245. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares sold at each separate price.
 - (2) Represents a weighted average price, as this transaction was executed in multiple trades at prices ranging from \$4.30 to \$4.42. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares sold at each separate price.
 - (3) The option vests and becomes exercisable over four years, with 25% of the underlying shares having vested and become exercisable on April 14, 2010, the first anniversary of the grant date, and the remaining underlying shares vesting and becoming exercisable in equal monthly installments over the following three years.
 - (4) The option was granted on May 21, 2009 and vests and becomes exercisable in equal monthly installments over three years.
 - (5) The option vested and became exercisable with respect to 100% of the underlying shares on December 16, 2010.

The option vests and becomes exercisable over four years, with 25% of the underlying shares having vested and become exercisable on April 13, 2011, the first anniversary of the grant date, and the remaining underlying shares vesting and becoming exercisable in equal monthly installments over the following three years.
 - (6) The option vests and becomes exercisable over four years, with 25% of the underlying shares having vested and become exercisable on July 15, 2011, the first anniversary of the grant date, and the remaining underlying shares vesting and becoming exercisable in equal monthly installments over the following three years.
 - (7) The option vests and becomes exercisable over four years, with 25% of the underlying shares having vested and become exercisable on October 20, 2011, the first anniversary of the grant date, and the remaining underlying shares vesting and becoming exercisable in equal monthly installments over the following three years.
 - (8) The option vested and became exercisable with respect to 25% of the underlying shares on October 21, 2011 and the remaining underlying shares vest and become exercisable in equal monthly installments over the following three years.
 - (9)
 - (10)

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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