

GLU MOBILE INC
Form 4
August 07, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
Ludwig Eric R

(Last) (First) (Middle)

GLU MOBILE INC., 500 HOWARD STREET, SUITE 300

(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)
08/05/2014

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)
EVP and CFO

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/05/2014		M ⁽¹⁾		8,334	A	\$ 0.99
							65,334
Common Stock	08/05/2014		S ⁽¹⁾		8,334	D	\$ 5.2686
							57,000
Common Stock	08/05/2014		M ⁽¹⁾		40,728	A	\$ 1.77
							97,728
Common Stock	08/05/2014		S ⁽¹⁾		40,728	D	\$ 5.2686
							57,000
	08/06/2014		M ⁽¹⁾		19,500	A	\$ 1.77
							76,500

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Common Stock									
Common Stock	08/06/2014		S ⁽¹⁾	19,500	D	\$ 5.2615 (3)	57,000		D
Common Stock	08/07/2014		M ⁽¹⁾	53,937	A	\$ 1.77	110,937		D
Common Stock	08/07/2014		S ⁽¹⁾	53,937	D	\$ 5.3277 (4)	57,000		D
Common Stock	08/07/2014		M ⁽¹⁾	46,863	A	\$ 2.03	103,863		D
Common Stock	08/07/2014		S ⁽¹⁾	46,863	D	\$ 5.3277 (4)	57,000		D
Common Stock							10,832		I Trust ⁽⁵⁾

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

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SEC 1474
(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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 0.99	08/05/2014		M ⁽¹⁾	8,334	<u>(6)</u> 04/08/2016	Common Stock	8,334
Stock Option (right to buy)	\$ 1.77	08/05/2014		M ⁽¹⁾	40,728	<u>(7)</u> 10/21/2016	Common Stock	40,728

Stock Option (right to buy)	\$ 1.77	08/06/2014	M ⁽¹⁾	19,500	(7)	10/21/2016	Common Stock	19,500
Stock Option (right to buy)	\$ 1.77	08/07/2014	M ⁽¹⁾	53,937	(7)	10/21/2016	Common Stock	53,937
Stock Option (right to buy)	\$ 2.03	08/07/2014	M ⁽¹⁾	46,863	(7)	01/03/2017	Common Stock	46,863

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ludwig Eric R GLU MOBILE INC. 500 HOWARD STREET, SUITE 300 SAN FRANCISCO, CA 94105			EVP and CFO	

Signatures

/s/ Eric R.
Ludwig

08/07/2014

**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 exercise and the sale 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. Ludwig entered into on March 7, 2014.
Represents a weighted average price, as this transaction was executed in multiple trades at prices ranging from \$5.25 to \$5.34. 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 \$5.25 to \$5.27. 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) Represents a weighted average price, as this transaction was executed in multiple trades at prices ranging from \$5.25 to \$5.45. 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.
- (4) These shares are held by the Ludwig McKillop Trust, of which the reporting person and his wife, Mary Elizabeth McKillop, are the co-trustees.
- (5) The option vested and became exercisable with respect to 25% of the shares on April 8, 2011 and the remaining shares vested and became exercisable in equal monthly installments over the following three years, such that the option fully vested on April 8, 2014.
- (6)
- (7)

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The option vests and becomes exercisable over four years, with 25% of the underlying shares having vested and become exercisable on October 21, 2011, with the remaining underlying shares vesting and becoming exercisable in equal monthly installments over the following three years such that the option will be fully vested on October 21, 2014.

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.