

RAMSEY PATRICK J.

Form 4

December 20, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
RAMSEY PATRICK J.

2. Issuer Name **and** Ticker or Trading
Symbol
MULTIMEDIA GAMES HOLDING
COMPANY, INC. [MGAM]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
MULTIMEDIA GAMES HOLDING
COMPANY, INC., 206 WILD
BASIN ROAD, BLDG. B, SUITE
400

3. Date of Earliest Transaction
(Month/Day/Year)
12/18/2012

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and CEO

(Street)
AUSTIN, TX 78746

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

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

(City) (State) (Zip)

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	12/18/2012		M ⁽¹⁾		8,364	A	\$ 4.45
Common Stock	12/18/2012		S		8,364	D	\$ 14.45
Common Stock	12/19/2012		M		11,094	A	\$ 4.45
Common Stock	12/19/2012		S		11,094	D	\$ 14.45

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(2)

Common Stock	12/20/2012		M	29,542	A	\$ 4.45	29,542	D
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\$

Common Stock	12/20/2012		S	29,542	D	14.4665	0	D
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(3)

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 4.45	12/18/2012		M		8,364		09/14/2008	09/13/2015	Common Stock	8,364
Employee Stock Option (Right to Buy)	\$ 4.45	12/19/2012		M		11,094		09/14/2008	09/13/2015	Common Stock	11,094
Employee Stock Option (Right to Buy)	\$ 4.45	12/20/2012		M		29,542		09/14/2008	09/13/2015	Common Stock	29,542

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

RAMSEY PATRICK J.
MULTIMEDIA GAMES HOLDING COMPANY, INC.
206 WILD BASIN ROAD, BLDG. B, SUITE 400
AUSTIN, TX 78746

X

President and CEO

Signatures

/s/ Velissa Jewell,
Attorney-in-Fact

12/20/2012

__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 exercise and sales reported in this filing were made pursuant to the 10b5-1 sales plan of Reporting Person, signed on November 20, 2012.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.45 to \$14.48, inclusive. The Reporting Person undertakes to provide to Multimedia Games Holding Company, Inc. (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 2 of this Form 4.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.45 to \$14.53, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 3 of this Form 4.

Remarks:

This Form 4 was executed by Velissa Jewell pursuant to the Limited Power of Attorney filed with the Securities and Exchange

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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