

JAMBA, INC.
Form 3
March 19, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Å Madsen Tom | | (Month/Day/Year) | JAMBA, INC. [JMBA] | |
| (Last) | (First) | (Middle) | 03/13/2015 | |
| 6475 CHRISTIE AVE, SUITE 150 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| EMERYVILLE, Å CA Å 94608 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | SVP/GM, New Ventures | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 13,046 ⁽¹⁾ | D | Å |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | | Title | | | |

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|-----------------------------|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Stock Option (Right to Buy) | Â (2) | 08/25/2019 | Common Stock | 7,000 | \$ 5.4 | D | Â |
| Stock Option (Right to Buy) | Â (2) | 11/16/2019 | Common Stock | 4,000 | \$ 8.95 | D | Â |
| Stock Option (Right to Buy) | Â (2) | 11/12/2020 | Common Stock | 5,000 | \$ 11.1 | D | Â |
| Stock Option (Right to Buy) | Â (3) | 05/26/2021 | Common Stock | 2,000 | \$ 11.05 | D | Â |
| Stock Option (Right to Buy) | Â (4) | 11/14/2021 | Common Stock | 5,000 | \$ 8.05 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Madsen Tom 6475 CHRISTIE AVE, SUITE 150 EMERYVILLE, CA 94608 | Â | Â | Â SVP/GM, New Ventures | Â |

Signatures

/s/ Karen Luey, as attorney-in-fact for Tom Madsen 03/19/2015

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 securities reported in this column consist of 13,046 restricted stock units which give the Reporting Person a contingent right to receive at a future date one share of JMBA common stock for each restricted stock unit held. Of the 13,046 restricted stock units, 833 will vest on 8/6/2015, 1,166 will vest on 8/7/2015, 1,166 will vest on 8/8/2015, 1,166 will vest on 8/7/2016, 1,167 will vest on 8/8/2016, and 1,167 will vest on 8/7/2017.
- (1) The securities reported in this column consist of 13,046 restricted stock units which give the Reporting Person a contingent right to receive at a future date one share of JMBA common stock for each restricted stock unit held. Of the 13,046 restricted stock units, 833 will vest on 8/6/2015, 1,166 will vest on 8/7/2015, 1,166 will vest on 8/8/2015, 1,166 will vest on 8/7/2016, 1,167 will vest on 8/8/2016, and 1,167 will vest on 8/7/2017.
 - (2) The stock option is fully vested.
 - (3) Vesting occurs in four equal installments on the first, second, third and fourth anniversary of the vesting commencement date of 5/26/2011.
 - (4) Vesting occurs in four equal installments on the first, second, third and fourth anniversary of the vesting commencement date of 11/14/2011.

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.