

BRONFMAN EDGAR JR
Form 4
June 06, 2011

FORM 4

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

OMB APPROVAL

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Expires: January 31, 2005
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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 *
BRONFMAN EDGAR JR

2. Issuer Name and Ticker or Trading Symbol
Warner Music Group Corp. [WMG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
75 ROCKEFELLER PLAZA, 30TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
06/02/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO / (See Remarks)

(Street)
NEW YORK, NY 10019

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

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 or Price					
Common Stock par value \$0.001	06/02/2011		S		600	D	\$ 8.22	3,244,431	I	See Footnote (2)
Common Stock par value \$0.001	06/06/2011		S		351,742	D	\$ 8.1681 (1)	2,892,689	I	See Footnote (2)
Common Stock par value \$0.001								6,800,199 (3) (4)	D	

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4)
				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
BRONFMAN EDGAR JR 75 ROCKEFELLER PLAZA, 30TH FLOOR NEW YORK, NY 10019	X		Chairman & CEO	(See Remarks)

Signatures

/s/ Trent N. Tappe as attorney-in-fact
 Date: 06/06/2011
 **Signature of Reporting Person

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) This transaction was executed in multiple trades at prices ranging from \$8.16 to \$8.185. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide to the SEC staff, the issuer, or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.
- (2) The transactions reported on this Form 4 reflect the sale of shares of Warner Music Group Corp. held directly by two of three trusts for the benefit of Mr. Bronfman or a member of his immediate family, of which Mr. Bronfman is a trustee. Mr. Bronfman disclaims beneficial ownership of such shares, and this report shall not be deemed an admission that Mr. Bronfman is or was the beneficial owner of the shares for purposes of Section 16 or for any other purpose, except to the extent of Mr. Bronfman's pecuniary interest therein. Mr. Bronfman did not sell any shares of Warner Music Group Corp. that he holds personally.
- (3)

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Includes 2,750,000 shares granted pursuant to a Restricted Stock Award Agreement, dated as of March 15, 2008, as amended. The shares of restricted stock generally vest based on a double trigger that includes achievement of both service and performance criteria (each, subject to continued employment through the applicable vesting dates). The time vesting criteria is in increments of 20% on the day immediately prior to each of the first five anniversaries of the date of grant, March 15, 2008. The performance criteria is as follows: 825,000 shares, vesting upon Warner Music Group Corp. achieving an average closing stock price of at least \$7.00 per share over 60 consecutive trading days; (Continued footnote 4)

- (4) 825,000 shares, vesting upon Warner Music Group Corp. achieving an average closing stock price of at least \$8.00 per share over 60 consecutive trading days; 550,000 shares, vesting upon Warner Music Group Corp. achieving an average closing stock price of at least \$9.00 per share over 60 consecutive trading days; and 550,000 shares, vesting upon Warner Music Group Corp. achieving an average closing stock price of at least \$10.00 per share over 60 consecutive trading days.

Remarks:

Because of the stockholders agreement among affiliates of Thomas H. Lee Partners, L.P. ("THL"), affiliates of Bain Capital In

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. PLAY: block; MARGIN-LEFT: 0pt; MARGIN-RIGHT: 0pt" align="left">09.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

344,232 Ordinary shares*

10.

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions)

..

11.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.64%

12.

TYPE OF REPORTING PERSON (see instructions)

CO

* included DS PROVIDENT FUNDS AND PENSION LTD and Meitav Gemel and Pension Funds LTD.

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Mutual funds of Meitav DS Investments LTD group.
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)
(a) ..
(b) ..
3. SEC Use Only
4. CITIZENSHIP OR PLACE OF ORGANIZATION

Israeli
5. SOLE VOTING POWER

0
6. SHARED VOTING POWER
98,460 Ordinary shares*
7. SOLE DISPOSITIVE POWER

0
8. SHARED DISPOSITIVE POWER

0
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

98,460 Ordinary shares*
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions)

..
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.47 %
12. TYPE OF REPORTING PERSON (see instructions)

CO

* included MEITAV DS MUTUAL FUNDS LTD.

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
ETF's of Meitav DS Investments LTD group.
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)
(a) ..
(b) ..
3. SEC Use Only
4. CITIZENSHIP OR PLACE OF ORGANIZATION

Israeli
5. SOLE VOTING POWER

0
6. SHARED VOTING POWER

592,750 Ordinary shares*
7. SOLE DISPOSITIVE POWER

0
8. SHARED DISPOSITIVE POWER

0
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

592,750 Ordinary shares*
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions)

..
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

2.83%
12. TYPE OF REPORTING PERSON (see instructions)

CO

* included Tachhlit indexes Ltd and Meitav Index Linked Certificates Ltd.

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
portfolio management of Meitav DS Investments LTD group.
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)
(a) ..
(b) ..
3. SEC Use Only
4. CITIZENSHIP OR PLACE OF ORGANIZATION

Israeli
5. SOLE VOTING POWER

0
6. SHARED VOTING POWER

13,475 Ordinary shares*
7. SOLE DISPOSITIVE POWER

0
8. SHARED DISPOSITIVE POWER

0
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

13,475 Ordinary shares*
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions)

..
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.06 %
12. TYPE OF REPORTING PERSON (see instructions)

CO

* * included customers who exercise their voting rights by proxy (DS PORTFOLIO MANAGEMENT LTD).

CUSIP No. M6158M104

13G

Item 1.

(a) Name of Issuer

ITURAN LOCATION AND CONTROL LTD. (hereinafter referred to as the "Issuer").

(b) Address of Issuer's Principal Executive Offices

3 Hashikma , Azour 58001

Item 2.

(a) Name of Person Filing

MEITAV DS INVESTMENTS LTD

(b) Address of the Principal Office or, if none, residence

30 derekh sheshet ha-yamim, Bene-Beraq, israel

(c) Citizenship

israeli

(d) Title of Class of Securities

Ordinary Shares, par value NIS 0.33 per share (the "Ordinary Shares").

(e) CUSIP Number

M6158M104

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not applicable.

(a) " Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b) " Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) " Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

(d) " Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

Explanation of Responses:

- (e) " An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
 - (f) " An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
 - (g) " A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
 - (h) " A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
-

- (i) " A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) " Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 1,048,917
- (b) Percent of class: 5.00%
- (c) Number of shares as to which the person has: 00,000
 - (i) Sole power to vote or to direct the vote .
 - (ii) Shared power to vote or to direct the vote .
 - (iii) Sole power to dispose or to direct the disposition of .
 - (iv) Shared power to dispose or to direct the disposition of .

Instruction. For computations regarding securities which represent a right to acquire an underlying security see §240.13d-3(d)(1).

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following " ".

Instruction. Dissolution of a group requires a response to this item.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Explanation of Responses:

Not applicable.

Item 10. Certification.

- (a) The following certification shall be included if the statement is filed pursuant to §240.13d-1(b):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

- (b) The following certification shall be included if the statement is filed pursuant to §240.13d-1(c):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

CUSIP No. M6158M104

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Yizhak Estricher, CEO MEITAV DS PROVIDENT FUNDS AND PENSION LTD

February 26, 2014

Date

/s/ Yizhak Estricher

Signature

Rafi Niv, CEO MEITAV DS MUTUAL FUND MANAGEMENT (1982) LTD

February 24, 2014

Date

/s/ Rafi Niv

Signature

David Alalouf and Eyal Segal, CEO Tachhlit indexes Ltd

February 25, 2014

Date

/s/ David Alalouf and Eyal Segal

Signature

Ofer Dori, CEO MEITAV DS PORTFOLIO MANAGEMENT LTD

February 27, 2014

Date

/s/ Ofer Dori

Signature

