

SPARK NETWORKS INC
Form 4
May 12, 2015

FORM 4

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

OMB APPROVAL

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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 *
McConnell Michael J

(Last) (First) (Middle)

C/O SPARK NETWORKS, INC., 11150 SANTA MONICA BLVD, SUITE 600

(Street)

LOS ANGELES, CA 90025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SPARK NETWORKS INC [LOV]

3. Date of Earliest Transaction
(Month/Day/Year)
05/08/2015

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)

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)
Common Stock	05/08/2015		A	(A) or (D) A	25,000 (1) \$ 0 302,975 (2)	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

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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. Nu...
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

McConnell Michael J
 C/O SPARK NETWORKS, INC.
 11150 SANTA MONICA BLVD, SUITE 600
 LOS ANGELES, CA 90025

X

Signatures

/s/ Michael J.
 McConnell

05/12/2015

**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) 25,000 shares of restricted common stock in the aggregate were issued pursuant to the Spark Networks, Inc. ("Spark") 2007 Omnibus Incentive Plan and Mr. McConnell's Executive Employment Agreement effective August 12, 2014 (the "Agreement"). Pursuant to the Agreement, Mr. McConnell was eligible for a grant of 25,000 shares of restricted stock at the end of the term of the Agreement upon the discretion of the Board. Such shares shall vest 50% on December 31, 2015 and the remaining 50% on December 31, 2016.
- Includes 120,000 restricted common shares, subject to vesting as follows: (i) 85,000 restricted common shares shall vest 50% on December 31, 2015 and the remaining 50% on December 31, 2016, and (ii) 35,000 restricted common shares which shall vest 50% upon
- (2) January 2, 2016 (i.e., the one year anniversary of the employment date of Michael Egan, Spark's Chief Executive Officer) and the remaining 50% upon January 2, 2017 (i.e., the two year anniversary of the employment of Mr. Egan), subject to certain conditions as set forth in the Agreement.

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.