## Edgar Filing: MAJESCO ENTERTAINMENT CO - Form 4

MAJESCO Form 4 April 20, 20	ENTERTAINMENT 07	CO				-				
FORM	ΠΛ							OMB AP	PROVAL	
		<b>RITIES AND EXCHANGE C</b> ashington, D.C. 20549				OMMISSION	OMB Number:	3235-0287		
Check tl if no lon subject t Section Form 4 o Form 5	ger o 16. or Filed pursua	<b>TEMENT OF CHANGES IN BENEFICIAL OWNE</b> <b>SECURITIES</b> I pursuant to Section 16(a) of the Securities Exchange A					e Act of 1934,	Expires: January 3 20 Estimated average burden hours per response 0		
obligations may continue. See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 19401(b).										
(Print or Type	Responses)									
SUTTON JESSE Symbol			er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
		[COOL	.]				(Cheer		)	
(Last) (First) (Middle) 3. Date of (Month/D 160 RARITAN CENTER 04/18/20 PARKWAY				ransaction			Director 10% Owner X_ Officer (give title Other (specify below) Interim CEO			
			endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
EDISON, NJ 08837 Form filed by More than One Reporting Person										
(City)	(State) (Zip)	) Tab	le I - Non-I	Derivative	Secu	rities Acqu	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	an	ecution Date, if	3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or		d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	04/18/2007		Code V S(1)	Amount 2,300	(D) D	Price \$ 1.5313	(Instr. 3 and 4) 1,945,196	D		
Common Stock	04/19/2007		S <u>(1)</u>	9,478	D	\$ 1.5653	1,935,718	D		

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

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 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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
SUTTON JESSE 160 RARITAN CENTER PARKWAY EDISON, NJ 08837			Interim CEO				
Signatures							

Jesse Sutton	04/20/2007
<u>**</u> 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 sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 Plan adopted by the reporting person on July 21, 2006 and amended on March 26, 2007.

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. e">\*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 total amount of securities beneficially owned includes: (a) 5,934 unrestricted shares; (b) 1,876 unvested restricted stock units granted 7/1/08; (c) 2,145 unvested restricted stock units granted 7/1/09; (d) 1,367 unvested restricted stock units granted 6/30/10; (e) 1,915 unvested restricted stock units granted 6/30/11; and (f) 1,374 unvested restricted stock units granted 6/29/12.(2)This is an employee stock option grant that is fully vested.(3)The total number of derivative securities beneficially owned includes: (a) an option for 3,724 shares granted 6/12/06, which is fully vested. 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.