

CrowdGather, Inc.  
Form 4  
May 20, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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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 \*  
Sabnani Sanjay

(Last) (First) (Middle)

20300 VENTURA BLVD, SUITE 330

(Street)

WOODLAND HILLS, CA 91364

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CrowdGather, Inc. [CRWG]

3. Date of Earliest Transaction (Month/Day/Year)  
05/19/2014

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)  
CEO, President, Secretary

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/19/2014		J <sup>(1)</sup>		34,998	A	\$ 0 (1)
Common Stock					321,945	I	Owned by Sabnani IRA, owned by Reporting Person
Common Stock <sup>(2)</sup>					250,000	D	
Common Stock					16,210,550	I	Owned by Typhoon

Common Stock		900,000	I	Capital Consultants, LLC, owned by reporting person.  Owned by Sabnani Children Income Trust; reporting person's spouse is trustee.
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 1.49					12/20/2008 <sup>(3)</sup> 06/20/2018	Common Stock	400,000
Stock Option (Right to Buy)	\$ 1.16					09/21/2011 <sup>(3)</sup> 03/21/2021	Common Stock	200,000
Stock Option (Right to Buy)	\$ 0.044					11/30/2013 <sup>(3)</sup> 05/31/2023	Common Stock	500,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sabnani Sanjay 20300 VENTURA BLVD, SUITE 330 WOODLAND HILLS, CA 91364	X	X	CEO, President, Secretary	

## Signatures

/s/ Sanjay  
Sabnani

05/20/2014

\_\_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) Acquired pursuant to the closing of the Issuer's Agreement and Plan of Merger with Plaor, Inc. and Plaor Acquisition Corp. dated May 1, 2014, which is included as exhibit 10.1 to the Issuer's Current Report on Form 8-K which was filed on May 5, 2014
  - (2) Restricted stock granted pursuant to 2008 Stock Option and Award Plan. Pursuant to the terms of the Plan, the shares will vest in equal amount of 25% of the total amount per year beginning on October 2, 2014.
- Reporting person's right to receive Stock Options vest over a four year period, with the first one-eighth of the total Stock Options vesting
- (3) on the six month anniversary of the grant date, one-sixteenth of the total Stock Options vesting every 90 days after that six month anniversary date (the date indicated above as the exercise date).

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.