

PICKUS JOSHUA
Form 4
October 09, 2009

FORM 4

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

OMB APPROVAL

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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 *
PICKUS JOSHUA

(Last) (First) (Middle)

1900 SEAPORT
BOULEVARD, 3RD FLOOR

(Street)

REDWOOD CITY, CA 94063

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Support.com, Inc. [SPRT]

3. Date of Earliest Transaction
(Month/Day/Year)
08/21/2009

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

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	(D)	Price

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code	Disposed of (D)		Date Exercisable	Expiration Date	Title	A
				(Instr. 3, 4, and 5)	(A)				
Employee Stock Option (right to buy)	\$ 4.2	08/21/2009	D		600,000	<u>(1)</u>	04/06/2013	Common Stock	6
Employee Stock Option (right to buy)	\$ 2.32	08/21/2009	A	600,000		<u>(5)</u>	08/21/2016	Common Stock	6
Employee Stock Option (right to buy)	\$ 4.2	08/21/2009	D		200,000	<u>(1)</u>	04/06/2013	Common Stock	2
Employee Stock Option (right to buy)	\$ 2.32	08/21/2009	A	200,000		<u>(5)</u>	08/21/2016	Common Stock	2
Employee Stock Option (right to buy)	\$ 4.2	08/21/2009	D		200,000	<u>(1)</u>	04/06/2013	Common Stock	2
Employee Stock Option (right to buy)	\$ 2.32	08/21/2009	A	200,000		<u>(7)</u>	08/21/2016	Common Stock	2
Employee Stock Option (right to buy)	\$ 5.27	08/21/2009	D		200,000	<u>(1)</u>	05/01/2014	Common Stock	2
Employee Stock Option (right to buy)	\$ 2.32	08/21/2009	A	200,000		<u>(5)</u>	08/21/2016	Common Stock	2
	\$ 3.7	08/21/2009	D		250,000	<u>(1)</u>	02/14/2015		2

Employee Stock Option (right to buy)									Common Stock
Employee Stock Option (right to buy)	\$ 2.32	08/21/2009	A	250,000	<u>(5)</u>	08/21/2016			Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PICKUS JOSHUA 1900 SEAPORT BOULEVARD 3RD FLOOR REDWOOD CITY, CA 94063	X		CEO	

Signatures

/s/ David Laser, by power of attorney 10/09/2009

**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) 1/48th of the total number of shares subject to the option vest on the monthly anniversary of the Vesting Commencement Date.
 On August 21, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 600,000 shares of SPRT common stock granted to the reporting person on April 6, 2006. In exchange, the reporting person received a replacement option for 600,000 shares, having an exercise price of \$2.32 per share.
- (3) On August 21, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 200,000 shares of SPRT common stock granted to the reporting person on May 1, 2007. In exchange, the reporting person received a replacement option for 200,000 shares, having an exercise price of \$2.32 per share.
- (4) On August 21, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 250,000 shares of SPRT common stock granted to the reporting person on February 14, 2008. In exchange, the reporting person received a replacement option for 250,000 shares, having an exercise price of \$2.32 per share.
- (5) 33% of the total number of shares subject to the option shall vest on the one year anniversary of the Transaction Date and 1/36th of the total number of shares subject to the option shall vest on the monthly anniversary of the Transaction Date thereafter.
 On August 21, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 200,000 shares of SPRT common stock granted to the reporting person on April 6, 2006. In exchange, the reporting person received a replacement option for 200,000 shares, having an exercise price of \$2.32 per share.
- (7) One third of the total number of shares subject to the option shall vest on the one year anniversary of the Transaction Date and 1/36th of the total number of shares subject to the option shall vest on the monthly anniversary of the Transaction Date thereafter. Notwithstanding this schedule, the shares will only become exercisable, to the extent vested, following the date as of which the fair market value of the issuer's common stock has first equaled or exceeded \$4.50 per share for 20 consecutive trading days.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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