

Nada Hany
Form 4
June 07, 2018

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Nada Hany

(Last) (First) (Middle)

C/O GLU MOBILE INC., 875
HOWARD STREET, SUITE 100

(Street)

SAN FRANCISCO, CA 94103

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

GLU MOBILE INC [GLUU]

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

06/05/2018

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	06/05/2018		S ⁽¹⁾		5,850	D \$ 6.0071 (2)	9,093	I	See Footnote (3)
Common Stock	06/05/2018		S ⁽¹⁾		294,150	D \$ 6.0071 (2)	457,364	I	See Footnote (4)
Common Stock	06/07/2018		M ⁽⁵⁾		25,000	A \$ 0	190,200	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**

SEC 1474
(9-02)

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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. 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(6)	06/07/2018		M(5)		25,000		(7)	(7)	Common Stock	25,000
Restricted Stock Units	(6)	06/07/2018		A		25,000		(8)	(8)	Common Stock	25,000
Stock Option (right to buy)	\$ 5.67	06/07/2018		A		50,000		(9)	06/07/2028	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nada Hany C/O GLU MOBILE INC. 875 HOWARD STREET, SUITE 100 SAN FRANCISCO, CA 94103			X	

Signatures

/s/ Hany Nada 06/07/2018

**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 sales were effected pursuant to a trading plan designed to comply with Rule 10b5-1 of the Securities Exchange Act of 1934 established on August 23, 2017 by Granite Global Ventures II L.P. ("Granite Global") and GGV II Entrepreneurs Fund L.P. ("GGV").

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- Represents a weighted average price, as this transaction was executed in multiple trades at prices ranging from \$6.00 to \$6.055. The
- (2) reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares purchased at each separate price.
- Represents shares held by GGV. Mr. Nada is a managing director of the general partner of GGV, which has six other individual managing directors, and shares voting and investment power with respect to the shares held by this entity with the other managing directors of the
- (3) general partner. Mr. Nada disclaims beneficial ownership of these shares except to the extent of his individual pecuniary interest in this entity.
- Represents shares held by Granite Global. Mr. Nada is a managing director of the general partner of Granite Global, which has six other individual managing directors, and shares voting and investment power with respect to the shares held by these entities with the other
- (4) managing directors of the general partner. Mr. Nada disclaims beneficial ownership of these shares except to the extent of his individual pecuniary interest in this entity.
- (5) Vesting of restricted stock units (RSUs) granted to Mr. Nada on June 8, 2017.
- (6) Each RSU represents a contingent right to receive one share of Glu common stock
- (7) The RSU vests in full on the first to occur of (1) June 8, 2018 or (2) the date of the Glu Mobile Inc. 2018 Annual Meeting of Stockholders.
- (8) The RSU vests in full on the first to occur of (1) June 7, 2019 or (2) the date of the Glu Mobile Inc. 2019 Annual Meeting of Stockholders.
- (9) The option is immediately exercisable and vests in full on the first to occur of (1) June 7, 2019 or (2) the date of the Glu Mobile Inc. 2019 Annual Meeting of Stockholders.

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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