

Ludwig Eric R
Form 4
September 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ludwig Eric R

(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)

06/01/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

EVP, COO and CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	09/07/2018		M	142,500 A	\$ 3.29 222,696 ⁽¹⁾	D	
Common Stock	09/07/2018		G ⁽²⁾⁽³⁾	142,500 D	\$ 0 80,196	D	
Common Stock	09/07/2018		G ⁽²⁾⁽³⁾	142,500 A	\$ 0 419,462	I	Trust ⁽⁴⁾
Common Stock	09/07/2018		S ⁽²⁾	142,500 D	\$ 7.3224 ⁽⁵⁾ 276,962	I	Trust ⁽⁴⁾
Common Stock	08/22/2018		G ⁽³⁾	23,196 D	\$ 0 57,000	D	

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Common Stock	08/22/2018	G ⁽³⁾	23,196	A	\$ 0	300,153	I	Trust ⁽⁴⁾
Common Stock	06/01/2018	G ⁽⁶⁾	4,440	D	\$ 0	295,713	I	Trust ⁽⁴⁾
Common Stock	06/01/2018	G ⁽⁷⁾	4,440	D	\$ 0	291,273	I	Trust ⁽⁴⁾

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 3.29	09/07/2018		M	142,500	⁽⁸⁾ 10/09/2018	Common Stock 142,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Ludwig Eric R C/O GLU MOBILE INC. 875 HOWARD STREET, SUITE 100 SAN FRANCISCO, CA 94103	EVP, COO and CFO

Signatures

/s/ Eric R.
Ludwig 09/07/2018

**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) Includes 6,648 shares acquired pursuant to Glu Mobile Inc.'s 2007 Employee Stock Purchase Plan on August 21, 2018, which purchase was exempt from reporting Rule 16b-3(c) promulgated under the Securities Exchange Act of 1934, as amended.
- The transactions were effected pursuant to a trading plan covering the exercised stock options which were about to expire on October 9,
- (2) 2018, designed to comply with Rule 10b5-1 of the Securities Exchange Act of 1934 (as amended) dated May 31, 2018, as amended on August 2, 2018.
- (3) Represents a transfer of shares to the Ludwig McKillop Trust, of which the reporting person and his wife, Mary Elizabeth McKillop, are the co-trustees.
- (4) These shares are held by the Ludwig McKillop Trust, of which the reporting person and his wife, Mary Elizabeth McKillop, are the co-trustees.
- Represents a weighted average price, as this transaction was executed in multiple trades at prices ranging from \$7.07 to \$7.44. The
- (5) 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.
- (6) Represents a transfer of shares to Mary B. Ludwig from the Ludwig McKillop Trust, of which the reporting person and his wife, Mary Elizabeth McKillop, are the co-trustees.
- (7) Represents a transfer of shares to Megan E. Ludwig from the Ludwig McKillop Trust, of which the reporting person and his wife, Mary Elizabeth McKillop, are the co-trustees.
- The option vested over a 48-month period, with 25% of the shares becoming exercisable on October 9, 2013, the one year anniversary of
- (8) the vesting commencement date, and the remaining shares vesting and becoming exercisable in 36 equal monthly installments thereafter, such that the option was fully vested on October 9, 2016.

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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