

GLU MOBILE INC

Form 4

February 12, 2014

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
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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., 500
HOWARD STREET, SUITE 300

(Street)

SAN FRANCISCO, CA 94105

(City) (State) (Zip)

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

GLU MOBILE INC [GLUU]

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

02/10/2014

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)

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 | 02/10/2014 | | S ⁽¹⁾ | | 196,100 | D | \$ 4.9596 (2) | 3,152,776 | I | See footnote (3) |
| Common Stock | 02/10/2014 | | S ⁽¹⁾ | | 3,900 | D | \$ 4.9596 (2) | 62,702 | I | See footnote (4) |
| Common Stock | 02/11/2014 | | S ⁽¹⁾ | | 44,269 | D | \$ 4.9502 (5) | 3,108,507 | I | See footnote (3) |
| Common Stock | 02/11/2014 | | S ⁽¹⁾ | | 880 | D | \$ 4.9502 | 61,822 | I | See footnote |

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| | | | | | | | | |
|--------------|------------|------------------|--------|---|--------------------------------|-----------|---|--|
| Common Stock | 02/12/2014 | S ⁽¹⁾ | 86,970 | D | ⁽⁵⁾ \$ 4.9566 | 3,021,537 | I | ⁽⁴⁾ See footnote ⁽³⁾ |
| Common Stock | 02/12/2014 | S ⁽¹⁾ | 1,730 | D | ⁽⁶⁾ \$ 4.9566 | 60,092 | I | ⁽⁴⁾ See footnote ⁽⁴⁾ |

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 (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. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| Nada Hany C/O GLU MOBILE INC. 500 HOWARD STREET, SUITE 300 SAN FRANCISCO, CA 94105 | X |

Signatures

/s/ Hany Nada 02/12/2012
 **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 by Granite Global Ventures II L.P. ("Granite Global") and GGV II Entrepreneurs Fund L.P. ("GGV").

Represents a weighted average price, as this transaction was executed in multiple trades at prices ranging from \$4.95 to \$5.00. The 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 Granite Global. Mr. Nada is a managing director of the general partner of Granite Global, which has eight other individual managing directors, and shares voting and investment power with respect to the shares held by these entities with the other 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.

Represents shares held by GGV. Mr. Nada is a managing director of the general partner of GGV, which has eight 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 general partner. Mr. Nada disclaims beneficial ownership of these shares except to the extent of his individual pecuniary interest in this entity.

Represents a weighted average price, as this transaction was executed in multiple trades at prices ranging from \$4.95 to \$4.96. The 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 a weighted average price, as this transaction was executed in multiple trades at prices ranging from \$4.95 to \$4.98. The 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.

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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