

CONTROL4 CORP
Form 4
February 15, 2017

FORM 4

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

OMB APPROVAL

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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 *
Dungan Jefferson

(Last) (First) (Middle)

C/O CONTROL4 CORPORATION, 11734 S. ELECTION ROAD

(Street)

SALT LAKE CITY, UT 84020

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CONTROL4 CORP [CTRL]

3. Date of Earliest Transaction (Month/Day/Year)
02/14/2017

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)
SVP Bus. Development

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 | 02/14/2017 ⁽¹⁾ | | S | D | 16,764 | | | \$ 14.71 ⁽²⁾ | 28,044 | D | |
| Common Stock | 02/14/2017 ⁽¹⁾ | | M | A | 4,807 | | | \$ 3.59 | 32,851 | D | |
| Common Stock | 02/14/2017 ⁽¹⁾ | | S | D | 4,807 | | | \$ 14.87 ⁽³⁾ | 28,044 | D | |
| Common Stock | 02/14/2017 ⁽¹⁾ | | M | A | 4,807 | | | \$ 4.89 | 32,851 | D | |

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| | | | | | | | | |
|--------------|---------------------------|---|-------|---|-----------------|--------|---|----------------------------------|
| Common Stock | 02/14/2017 ⁽¹⁾ | S | 4,807 | D | \$ 14.87 (3) | 28,044 | D | |
| Common Stock | 02/14/2017 ⁽¹⁾ | M | 9,615 | A | \$ 4.89 | 37,659 | D | |
| Common Stock | 02/14/2017 ⁽¹⁾ | S | 9,615 | D | \$ 14.87 (3) | 28,044 | D | |
| Common Stock | 02/14/2017 ⁽¹⁾ | M | 5,741 | A | \$ 7.49 | 33,785 | D | |
| Common Stock | 02/14/2017 ⁽¹⁾ | S | 5,741 | D | \$ 14.87 (3) | 28,044 | D | |
| Common Stock | | | | | | 25 | I | By 401(k) Plan ⁽⁸⁾ |

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 required to respond unless the form displays a currently valid OMB control number.

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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) | \$ 3.59 | 02/14/2017 | | M | 4,807 | ⁽⁴⁾ 12/10/2017 | Common Stock | 4,807 |
| Stock Option (right to buy) | \$ 4.89 | 02/14/2017 | | M | 4,807 | ⁽⁵⁾ 12/18/2018 | Common Stock | 4,807 |
| | \$ 4.89 | 02/14/2017 | | M | 9,615 | ⁽⁶⁾ 01/14/2020 | | 9,615 |

| | | | | | | | | | |
|--------------------------------------|---------|------------|---|-------|------------|------------|--|-----------------|-------|
| Stock Option (right to buy) | | | | | | | | Common Stock | |
| Stock Option (right to buy) | \$ 7.49 | 02/14/2017 | M | 5,741 | <u>(7)</u> | 07/08/2020 | | Common Stock | 5,741 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Dungan Jefferson C/O CONTROL4 CORPORATION 11734 S. ELECTION ROAD SALT LAKE CITY, UT 84020 | | | SVP Bus. Development | |

Signatures

| | |
|---|------------|
| /s/ Greg Bishop, Attorney in fact for Jefferson Dungan | 02/15/2017 |
| <u> </u> 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) Pursuant to a Rule 10b5-1 trading plan established by the Reporting Person.
This price represents the weighted average sale price for various open-market sales through a broker-dealer ranging from \$13.96 per share to \$14.78 per share. Full information regarding the number of shares sold at each price will be provided upon request from the SEC, the Issuer or a security holder.
- (3) This price represents the weighted average sale price for various open-market sales through a broker-dealer ranging from \$14.00 per share to \$15.38 per share. Full information regarding the number of shares sold at each price will be provided upon request from the SEC, the Issuer or a security holder.
- (4) Options granted December 11, 2007 are fully vested and exercisable.
- (5) Options granted December 19, 2009 are fully vested and exercisable.
- (6) Options granted January 15, 2015 are fully vested and exercisable.
- (7) Options granted July 9, 2010 are fully vested and exercisable.
- (8) On August 9, 2013 the reporting person acquired 25 shares of Common Stock in his 401(k) Plan. Note that this item was inadvertently left off of the Form 4 filed by the reporting person on February 14, 2017.

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.