Edgar Filing: MARCHEX INC - Form 4

MADCHEV INC

Form 4	. INC											
August 10, 2												
FORN Check th	UNITED	OMB AF OMB Number:	PPROVAL 3235-0287 January 31,									
if no lon subject t Section Form 4 of Form 5	ger o STATEN 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF										
obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(a) of the P	ublic U	tility Ho	olc		ipany	y Act of	1935 or Section	I		
(Print or Type	Responses)											
1. Name and A Caldwell E	5							5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (N		3. Date of Earliest Transaction					(Check all applicable)				
520 PIKE S		(Month/Day/Year) 08/10/2010						Director 10% Owner X Officer (give title Other (specify below) General Counsel & CAO				
Fil				Filed(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
SEATTLE,	WA 98101								Person		joiting	
(City)	(State)	(Zip)	Tab	le I - Non	ı-D	erivative	Secur	ities Acqu	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if		Date, if	Code (Instr. 3, 4 and 5)					Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class D				Code V	V	Amount	(D)	Price	(Instr. 3 and 4)			
Class B Common Stock	08/10/2010			C <u>(1)</u>		82,812	А	\$ 0	277,812	D		
Class B Common Stock	08/10/2010			S <u>(2)</u>		13,802	D	\$ 4.6453 (3)	264,010	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	Code	Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. P Deri Seci (Ins
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class A Common Stock (1)	\$ 0	08/10/2010	С		82,812	<u>(4)</u>	(5)	Class B Common Stock	82,812	

Reporting Owners

Reporting Owner Name / Address			Relationships			
	Director	10% Owner	Officer	Other		
Caldwell Ethan A 520 PIKE STREET SUITE 2000 SEATTLE, WA 98101			General Counsel & CAO			
Signatures						

Ethan A. Caldwell **Signature of Date

Reporting Person

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 for 1 conversion of Class A Common Stock into Class B Common Stock.
- (2) The sales reported on this Form 4 were effected pursuant to a Rule 10(b)5-1 trading plan adopted by the reporting person.

This transaction was executed in multiple trades at prices ranging from \$4.54 to \$4.90. The price reported above reflects the weighted(3) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, Marchex or a stockholder of Marchex full information regarding the number of shares and prices at which the transaction was effected.

- (4) Immediate Exercisability.
- (5) No Expiration Date.

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.