

LIONS GATE ENTERTAINMENT CORP /CN/

Form 4

May 11, 2015

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 *
FELTHEIMER JON

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

**LIONS GATE ENTERTAINMENT
CORP /CN/ [LGF]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

05/08/2015

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chief Executive Officer

2700 COLORADO AVENUE, STE
200

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

SANTA MONICA, CA 90404

(City) (State) (Zip)

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 Shares	05/08/2015		A	131,836	A \$ 0	1,522,761 ⁽¹⁾	D
Common Shares	05/08/2015		F	68,792 ⁽²⁾	D \$ 30.72	1,453,969	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)	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 Security (Instr. 3 and 4)
Non-qualified stock options (right to buy)	\$ 30.72	05/08/2015		A	600,000	(3) 05/08/2020	Common Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FELTHEIMER JON 2700 COLORADO AVENUE STE 200 SANTA MONICA, CA 90404	X		Chief Executive Officer	

Signatures

Jon Feltheimer (By Adrian Kuzycz by Power of Attorney) 05/11/2015

__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).

Amount includes the following restricted share units granted by the Issuer payable upon vesting in an equal number of common shares of the Issuer: (i) 7,172 restricted share units that are scheduled to vest on April 5, 2016; and (ii) 221,228 restricted share units that are scheduled to vest in three equal annual installments beginning May 23, 2015.

(2) Represents common shares withheld by the Issuer to satisfy certain tax withholding obligations upon the immediate granting and vesting of 131,836 restricted share units. The grant of the restricted share units is reported herein and, pursuant to the Lions Gate Entertainment Corp. 2012 Performance Incentive Plan and the Issuer's policies, 68,792 common shares were automatically canceled to cover certain of the reporting person's tax withholding obligations. No common shares were sold by the Issuer or the reporting person.

(3) The options vest in three equal annual installments on May 8, 2016, May 8, 2017 and May 8, 2018.

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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