

MULTIBAND CORP
Form 4
September 03, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
MANDEL JAMES

(Last) (First) (Middle)

5605 GREEN CIRCLE DRIVE

(Street)

MINNETONKA, MN 55343

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MULTIBAND CORP [MBND]

3. Date of Earliest Transaction (Month/Day/Year)
08/30/2013

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)

Chief Executive Officer

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 08/30/2013 | | D | V | 435,220 (1) \$ 3.25 | D | |

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)

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| 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 Number Shares |
| Employee Stock Option (right to buy) | \$ 7.25 | 08/30/2013 | | D | | 20,000 | | <u>(2)</u> | 06/18/2014 | Common Stock | 20,000 |
| Employee Stock Option (right to buy) | \$ 7.35 | 08/30/2013 | | D | | 120,000 | | <u>(2)</u> | 01/06/2015 | Common Stock | 120,000 |
| Employee Stock Option (right to buy) | \$ 1.25 | 08/30/2013 | | D | | 138,500 | | <u>(3)</u> | 01/02/2016 | Common Stock | 138,500 |
| Employee Stock Option (right to buy) | \$ 2 | 08/30/2013 | | D | | 84,375 | | <u>(4)</u> | 01/05/2017 | Common Stock | 84,375 |
| Employee Stock Option (right to buy) | \$ 1.9 | 08/30/2013 | | D | | 46,711 | | <u>(5)</u> | 02/10/2017 | Common Stock | 59,711 |
| Employee Stock Option (right to buy) | \$ 2.72 | 08/30/2013 | | D | | 92,234 | | <u>(6)</u> | 01/03/2018 | Common Stock | 92,234 |
| Employee Stock Option (right to buy) | \$ 2.72 | 08/30/2013 | | D | | 87,000 | | <u>(6)</u> | 01/03/2018 | Common Stock | 87,000 |
| Employee Stock Option | \$ 3.47 | 08/30/2013 | | D | | 124,588 | | <u>(2)</u> | 01/04/2019 | Common Stock | 124,588 |

(right to
buy)

Employee

Stock

Option

\$ 3.47

08/30/2013

D

106,437

(2)

01/04/2019

Common
Stock

106,43

(right to
buy)

Employee

Stock

Option

\$ 1.83

08/30/2013

D

375,000

(7)

01/16/2020

Common
Stock

375,00

(right to
buy)

Employee

Stock

Option

\$ 1.99

08/30/2013

D

69,624

(8)

04/10/2020

Common
Stock

69,624

(right to
buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MANDEL JAMES 5605 GREEN CIRCLE DRIVE MINNETONKA, MN 55343 | X | | Chief Executive Officer | |

Signatures

/s/ James

Mandel

09/03/2013

**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).

- Reflects 143,589 shares of restricted stock disposed of by the reporting person. Pursuant to the terms of a merger agreement with Goodman Networks Incorporated, this restricted stock vested immediately prior to completion of the merger of the issuer with and into a subsidiary of Goodman Networks Incorporated (the "Merger"), and was cancelled for the right to receive cash in an amount equal to \$3.25 per share of restricted stock.
- (1) Pursuant to the terms of a tender offer of the issuer, this option has been cancelled in exchange for the right to receive cash in an amount equal to \$0.50 per share of the common stock underlying the option.
 - (2) Pursuant to the terms of a tender offer of the issuer, this option has been cancelled in exchange for the right to receive cash in an amount equal to \$2.00 per share of the common stock underlying the option.
 - (3) Pursuant to the terms of a tender offer of the issuer, this option has been cancelled in exchange for the right to receive cash in an amount equal to \$1.25 per share of the common stock underlying the option.
 - (4) Pursuant to the terms of a tender offer of the issuer, this option has been cancelled in exchange for the right to receive cash in an amount equal to \$1.35 per share of the common stock underlying the option.
 - (5) Pursuant to the terms of a tender offer of the issuer, this option has been cancelled in exchange for the right to receive cash in an amount equal to \$1.35 per share of the common stock underlying the option.

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- (6) Pursuant to the terms of a tender offer of the issuer, this option has been cancelled in exchange for the right to receive cash in an amount equal to \$0.53 per share of the common stock underlying the option.
- (7) Pursuant to the terms of a tender offer of the issuer, this option has been cancelled in exchange for the right to receive cash in an amount equal to \$1.42 per share of the common stock underlying the option.
- (8) Pursuant to the terms of a tender offer of the issuer, this option has been cancelled in exchange for the right to receive cash in an amount equal to \$1.26 per share of the common stock underlying the option.

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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