Edgar Filing: TREMOR VIDEO INC. - Form 4

TREMOR V	IDEO INC.										
Form 4											
December 31	, 2015										
FORM	$ 4 _{\mathrm{UNITE}}$		SECUD			TT A N		COMMISSION	r	PPROVAL	
		DSIALES			D.C. 205		IGE (_01v11v1155101N	OMB Number:	3235-0287	
Check thi			vv as	migton	, D .C. 203	77				January 31,	
if no longer subjects STATEMENT OF CHANGES IN BENEFICIAL OWNER					NERSHIP OF	Expires:	2005				
subject to Section 10									Estimated average burden hours per		
Form 4 or									response	•	
Form 5 obligatior							-	ge Act of 1934,			
may conti				•	•			f 1935 or Sectio	n		
See Instru		30(h)	of the In	vestment	Company	Act	of 194	40			
1(b).											
(Print or Type R	(esponses)										
(1 million 1) po 1	(, , , , , , , , , , , , , , , , , , ,										
1. Name and Address of Reporting Person [*] 2. Issuer Name and Ticker or Trading 5. Relationship of R								Reporting Person(s) to			
Todd Micha	Symbol	-				Issuer					
			TREMO	TREMOR VIDEO INC. [TRMR]				(Check all applicable)			
(Last)	3. Date of	3. Date of Earliest Transaction				(Check an applicable)					
(Last) (First) (Middle)			(Month/Day/Year)					_X_ Director	10%	Owner	
	OR VIDEO, II		10/21/20	015				Officer (give below)	title Oth below)	er (specify	
BROADWA	Y, 8TH FLO	OR							001010)		
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
			Filed(Mon	Filed(Month/Day/Year)				Applicable Line)			
NEWYODI	Z NIX 1002C							_X_ Form filed by (Form filed by N	One Reporting Pe More than One Re		
NEW YORK	K, NY 10036							Person		1 8	
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	ecurit	ies Acc	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of	2. Transaction l	1						6. Ownership 7			
Security (Instr. 3)	(Month/Day/Ye	on Date, if Transaction(A) or Disposed of Code (D)				of		Form: Direct (D) or	Indirect Beneficial		
(Insu. 5)		any (Month/	Code (D) (Day/Year) (Instr. 8) (Instr. 3, 4 and 5)				5)	-	Indirect (I) Own	Ownership	
								Following		(Instr. 4)	
						(A)		Reported Transaction(s)			
						or	D .	(Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price				
Stock	12/30/2015			М	88,495	А	<u>(1)</u>	117,256	D		

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.

 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. 5. Number of TransactiorDerivative Code Securities (Instr. 8) 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. l De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(2)</u>	12/30/2015		М	88,495	(2)	(2)	Common Stock	88,495	

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Reporting Owners

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
Todd Michael A. C/O TREMOR VIDEO, INC., 1501 BROADWAY, 8TH FLOOR NEW YORK, NY 10036	Х			
Signatures				
/s/ Adam Lichstein, Attorney-in-Fact	12/3	1/2015		
**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).
- (1) Represents shares of common stock that were issued in connection with the vesting of a restricted stock unit grant.
- (2) The restricted stock unit granted to the Reporting Person on October 21, 2014 vested on October 21, 2015. The shares underlying such restricted stock unit grant were issued to the Reporting Person on December 30, 2015. There is 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.