

SMITH JEROME R  
Form 4  
October 05, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
SMITH JEROME R

2. Issuer Name and Ticker or Trading Symbol  
MULTIMEDIA GAMES HOLDING COMPANY, INC. [MGAM]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
SVP, GC and Corp. Secretary

(Last) (First) (Middle)  
MULTIMEDIA GAMES HOLDING COMPANY, INC., 206 WILD BASIN ROAD, BLDG. B, SUITE 400

3. Date of Earliest Transaction (Month/Day/Year)  
10/04/2012

(Street)  
AUSTIN, TX 78746

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

(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 Stock                    | 10/04/2012                           |  | M <sup>(1)</sup>               | A   | \$ 3.88 52,021  | D  |   |
| Common Stock                    | 10/04/2012                           |  | S                              | D   | \$ 15.7685 0  | D  |   |
| Common Stock                    | 10/05/2012                           |  | M                              | A   | \$ 3.88 10,479  | D  |   |
| Common Stock                    | 10/05/2012                           |  | S                              | D   | \$ 0  | D  |   |

Stock 15.8036  
(3)

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 Securities (Instr. 3 and 4) |        |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title  | Amount or Number of Shares |
| Employee Stock Option (Right to Buy)       | \$ 3.88  | 10/04/2012                           |  | M                              | 52,021  | 10/03/2011 10/03/2018                                    | Common Stock  | 52,021 |                            |
| Employee Stock Option (Right to Buy)       | \$ 3.88  | 10/05/2012                           |  | M                              | 10,479  | 10/03/2011 10/03/2018                                    | Common Stock  | 10,479 |                            |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

SMITH JEROME R  
MULTIMEDIA GAMES HOLDING COMPANY,  
INC.  
206 WILD BASIN ROAD, BLDG. B, SUITE 400  
AUSTIN, TX 78746

SVP, GC and Corp. Secretary

## Signatures

/s/ Velissa Jewell,  
Attorney-in-Fact 10/05/2012

\_\_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) The exercise and sales reported in this filing were made pursuant to the 10b5-1 sales plan of Reporting Person, signed on August 20, 2012.  
  
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.38 to \$15.92, inclusive. The Reporting Person undertakes to provide to Multimedia Games Holding Company, Inc. (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 2 of this Form 4.
  - (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.64 to \$15.96, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 3 of this Form 4.

### Remarks:

This Form 4 was executed by Velissa Jewell pursuant to the Limited Power of Attorney filed with the Securities and Exchange

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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