Edgar Filing: Telenav, Inc. - Form 4

September 16, 2015 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Check this box if no longer subject to Section 16. Form 4 or Form 5 of lied pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 1 (Last) (First) (Madle) 3. Date of Earliest Transaction (Stree) 4. If Amendment, Date Original Filed(Month/Day/Year) (Check all applicable) (Stree) 4. If Amendment, Date Original (Stree) 4. If Amendment, Date Original (Stree) 5. SUNNYVALE, CA 94085 (City) (State) (Zap) (Zap	Telenav, Inc.									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION Washington, D.C. 20549 OMB APPROVAL OMB, 2235-025 Washington, D.C. 20549 Check this box if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES OMB APPROVAL OMB, 2235-025 Express Statement of Form 5 Form 4 or Form 5 Section 17(a) of the Public Utility Holding Company Act of 1934, obligations may continue. See Instruction 1(b). Telenav, Inc. [TNAV] State of 1934, Section 17(a) of the Public Utility Holding Company Act of 1940 It(b). (Print or Type Responses) 1. Name and Address of Reporting Person 1 (b). 2. Issuer Name and Ticker or Trading Symbol Telenav, Inc. [TNAV] 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 5. Relationship of Reporting Person(s) to Issuer 950 DE GUIGNE DRIVE 09/13/2015 — Director Director (Street) — Director (Street) — OWNER (Street) — Director (Street) — Director (Street) <td>Form 4</td> <td>2015</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>	Form 4	2015								
Check this box if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES CMB Number: 3235-022 Sumber: 320 Expires: 320 Expires: 320 Estimated average burden hours per response Form 4 or Form 5 Form 5 Form 5 Section 17(a) of the Public Utility Holding Company Act of 1934, obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1. Name and Address of Reporting Person [±] . Dhanani Salman S. Issuer Name and Ticker or Trading Symbol Telenav, Inc. [TNAV] S. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director X		_								
Washington, D.C. 20549 Number: 3239-024 Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Expires: 200 Section 16. SECURITIES State of a section 16 (a) of the Securities Exchange Act of 1934, obligations State of a section 16 (a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 17(a) of the Investment Company Act of 1940	FORM 4	4 UNITED S	TATES SECH	RITIFS A	ND FY(THAN	NCF (OMMISSION		PPROVAL
if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Expires: 200 Estimated average burden hours per response Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 16(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). (Print or Type Responses) 2. Issuer Name and Ticker or Trading Symbol Telenav, Inc. [TNAV] S. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 									-	3235-0287
subject to STATEMENT OF CHANGES IN BEACHTICIAL OWNERSHIP OF Section 16. SECURITIES Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction 30(h) of the Investment Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person [*] . 2. Issuer Name and Ticker or Trading Dhanani Salman Symbol Telenav, Inc. [TNAV] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) O/Harden Ofter (give title10% Owner 				0,					Expires:	January 31,
obligations may continue. See Instruction 1(b). 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) 30(h) of the Investment Company Act of 1940 (Print or Type Responses) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person ⁺ . 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Last) (First) (Middle) 3. Date of Earliest Transaction (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) SUNNYVALE, CA 94085 Table I - Non-Derivative Securities Acquired Security 5. Amount of S. A. Securities Acquired (Month/Day/Year) 6. Ownership Person 1.Title of Security 2. Transaction Date (Month/Day/Year) 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Security 5. Amount of Source Securities 6. Ownership Form. Direct 7. Nature of Beneficially	subject to Section 16. Form 4 or	SECUR	SECURITIES				Estimated average burden hours per			
1. Name and Address of Reporting Person [*] 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) 950 DE GUIGNE DRIVE 09/13/2015	may continu See Instructi	ue. Section 17(a	a) of the Public U	Itility Hold	ling Com	pany	Act of	f 1935 or Section	n	
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	(Print or Type Resp	sponses)								
(Last) (First) (Middle) 3. Date of Earliest Transaction 950 DE GUIGNE DRIVE (Month/Day/Year)			Symbol			Fradin	g	Issuer		
950 DE GUIGNE DRIVE 950 DE GUIGNE DRIVE (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) SUNNYVALE, CA 94085 (City) (State) (State) (Zip) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Month/Day/Year) Summa definition of the securities	(Last)	(First) (M		_	_			(Chec	k all applicable	e)
Filed(Month/Day/Year) Applicable Line) X_ Form filed by One Reporting Person SUNNYVALE, CA 94085 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of Security 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Indirect any Transaction(A) or Disposed of (D) Securities Form: Direct Indirect	. ,		(Month/	Day/Year)				Officer (give below)	titleOth below)	er (specify
SUNNYVALE, CA 94085 — 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 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially 6. Ownership 7. Nature of Form: Direct Indirect Beneficially		(Street)			-			Applicable Line)		
1.Title of Security (Instr. 3)2. Transaction Date 2A. Deemed3.4. Securities Acquired or Disposed of (D)5. Amount of Securities6. Ownership 7. Nature of Indirect1.Title of Security (Instr. 3)2. Transaction Date any3.4. Securities Acquired Transaction(A) or Disposed of (D)5. Amount of Securities6. Ownership Form: Direct7. Nature of Indirect	SUNNYVALE	E, CA 94085						Form filed by M		
Security (Instr. 3)(Month/Day/Year)Execution Date, if anyTransaction(A) or Disposed of (D)Securities BeneficiallyForm: Direct IndirectIndirect Beneficially(Instr. 3)anyCode(Instr. 3, 4 and 5)Beneficially(D) orBeneficially	(City)	(State) (A	(Zip) Tal	ole I - Non-D	erivative S	Securi	ties Acq	uired, Disposed of	, or Beneficial	lly Owned
(A) (A) (A) (A) (A) (A) (A) (A)	Security (M		Execution Date, if	Transactio Code	on(A) or Dis	sposed 4 and 5 (A)	of (D)	Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership
Code V Amount (D) Price (Instr. 3 and 4)				Code V	Amount		Price	(Instr. 3 and 4)		
Common 09/13/2015 M 15,000 A \$ 0 227,907 D	0	09/13/2015		М	15,000	А	\$0	227,907	D	
Common Stock 09/13/2015 F 4,102 D $\stackrel{\$}{6.93}$ 223,805 D		09/13/2015		F	4,102	D		223,805	D	
Common Stock 09/13/2015 M 17,500 A \$ 0 241,305 D	0	09/13/2015		М	17,500	А	\$0	241,305	D	
Common Stock09/13/2015F4,786D\$ 6.93236,519D	0	09/13/2015		F	4,786	D	\$ 6.93	236,519	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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities	8
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(1)</u>	09/13/2015		М	15,000	09/13/2015	(2)	Common Stock	15,000	
Restricted Stock Unit	<u>(1)</u>	09/13/2015		М	17,500	09/13/2015	(3)	Common Stock	17,500	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Dhanani Salman 950 DE GUIGNE DRIVE SUNNYVALE, CA 94085			Co-pres. Automotive Bus Unit				
Signatures							
Loren E. Hillberby by power of at	ty. for Salma	n					
Dhanani			09/16/2015				
**Signature of Reporting Pe	erson		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) Each restricted stock unit represents a contingent right to receive one share of Telenav Inc.'s common stock.
- (2) This RSU vests 25% per year on the anniversary of the vesting commencement date, which is September 13, 2012.
- (3) This RSU vests 25% per year on the anniversary of the vesting commencement date, which is September 13, 2013.

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.

E S