

ENTRAVISION COMMUNICATIONS CORP

Form 4

March 06, 2014

**FORM 4**

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

OMB APPROVAL

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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 \*  
**JEFFERY LIBERMAN A**

(Last) (First) (Middle)

2425 OLYMPIC BLVD., SUITE  
6000 WEST

(Street)

SANTA MONICA, CA 90404

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**ENTRAVISION  
COMMUNICATIONS CORP  
[NYSE:EVC]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/04/2014

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 Operating 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 or Disposed of (A) or (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)
			Code	V	Amount	(A) or (D)	Price
Class A common stock	03/04/2014		M <sup>(1)</sup>		33,000	A	\$ 1.67
					52,123		<sup>(2)</sup>
Class A common stock	03/04/2014		M <sup>(1)</sup>		33,000	A	\$ 1.92
					85,123		<sup>(2)</sup>
Class A common stock	03/04/2014		S		200	D	\$ 6.61
					84,923		<sup>(2)</sup>

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Class A common stock	03/04/2014	S	5,600	D	\$ 6.62	79,323 <sup>(2)</sup>	D
Class A common stock	03/04/2014	S	11,993	D	\$ 6.63	67,330 <sup>(2)</sup>	D
Class A common stock	03/04/2014	S	14,500	D	\$ 6.64	52,830 <sup>(2)</sup>	D
Class A common stock	03/04/2014	S	21,480	D	\$ 6.65	31,350 <sup>(2)</sup>	D
Class A common stock	03/04/2014	S	9,027	D	\$ 6.66	22,323 <sup>(2)</sup>	D
Class A common stock	03/04/2014	S	3,200	D	\$ 6.67	19,123 <sup>(2)</sup>	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock option (right to buy)	\$ 1.67	03/04/2014		M	33,000	01/01/2014 04/04/2022	Class A common stock	33,000	
Stock option (right to buy)	\$ 1.92	03/04/2014		M	33,000	01/01/2014 02/21/2023	Class A common stock	33,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JEFFERY LIBERMAN A 2425 OLYMPIC BLVD., SUITE 6000 WEST SANTA MONICA, CA 90404			Chief Operating Officer	

## Signatures

/s/ Marissa de la Rosa by power of attorney for Jeffery A.  
Liberman

03/06/2014

\_\_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 an exercise of stock options.
- (2) Includes 12,500 restricted stock units.
- (3) The reporting person also has indirect beneficial ownership of 165,950 stock options held by the Jeffery and Angela Liberman Revocable Trust Dated February 28, 2007.

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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