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Live Nation Entertainment, Inc. Form 4 January 06, 2017

January 06,	2017											
FORM	14		GEGU	DIMIE				NCEO		т	APPROVA	L
	UNITED	STATES				ND EX , D.C. 20		NGE C	COMMISSION	OMB Number:	3235-	0287
Check t if no lor	laer			U						Expires:	Januar	y 31, 2005
subject Section Form 4	F CHAI	CHANGES IN BENEFICIAL OWNERSHI SECURITIES					NERSHIP OF	Estimated burden ho response.	l average ours per	0.5		
Form 5 obligati may con <i>See</i> Inst 1(b).	ons Section 17(ruction	a) of the l	Public U	Jtility 1	Hol		npany	y Act of	e Act of 1934, 71935 or Sectio 0	·		0.0
(Print or Type	Responses)											
1. Name and Rapino Mi	Address of Reporting chael	Person [*]	Symbol Live N			I Ticker or ertainmen		-	5. Relationship o Issuer	f Reporting Pe ck all applicat		
			[LYV]									
	. , , ,	Middle) 9348	3. Date of (Month/ 01/04/2	Day/Ye		ransaction			X Director X Officer (giv below) Pre		0% Owner ther (specify)	
BEVERLY	(Street) Y HILLS, CA 902	10	4. If Am Filed(Mo			ate Origina r)	1		6. Individual or J Applicable Line) _X_ Form filed by	One Reporting	Person	
(City)	(State)	(Zip)	Tak	do I N	on I	Dominativa	Soone	itios A og	Person uired, Disposed o	f or Donofici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date		ed Date, if	3. Transa Code	actio	4. Securiti n(A) or Dis (Instr. 3, 4	ies Ac sposed	quired of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	of
				Code	v	Amount	or (D)	Price	(Instr. 3 and 4)	(1130. 4)		
Common Stock (1)	12/27/2016			G <u>(2)</u>		10,000	D	\$0	766,196	D		
Common Stock	12/27/2016			G <u>(2)</u>	v	10,000	А	\$0	10,000	Ι	By Foundati	ion
Common Stock	01/04/2017			S <u>(3)</u>		10,000	D	\$ 27.53 (4)	0	Ι	By Foundati	ion
Common Stock	01/04/2017			M <u>(5)</u>		40,000	А	\$ 24.95	806,196	D		

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Common Stock	01/04/2017	S <u>(5)</u>	40,000	D	\$ 27.53 (4)	766,196	D
Common Stock	01/05/2017	M <u>(5)</u>	50,000	А	\$ 24.95	816,196	D
Common Stock	01/05/2017	S <u>(5)</u>	50,000	D	\$ 27.5 (6)	766,196	D
Common Stock	01/06/2017	M <u>(5)</u>	40,000	A	\$ 24.95	806,196	D
Common Stock	01/06/2017	S <u>(5)</u>	40,000	D	\$ 27.64 (7)	766,196	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 onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	erivative Expiration Date curities (Month/Day/Year) equired (A) Disposed of) sstr. 3, 4,		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
Stock Option (buy)	\$ 24.95	01/04/2017		M <u>(5)</u>	40,000	(8)	02/16/2017	Common Stock	40,000
Stock Option (buy)	\$ 24.95	01/05/2017		M <u>(5)</u>	50,000	(8)	02/16/2017	Common Stock	50,000
Stock Option (buy)	\$ 24.95	01/06/2017		M <u>(5)</u>	40,000	(8)	02/16/2017	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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	Director	10% Owner	Officer	Other
Rapino Michael C/O LIVE NATION ENTERTAINMENT, INC. 9348 CIVIC CENTER DRIVE BEVERLY HILLS, CA 90210	Х		President & CEO	
Signatures				
Kathy Willard, Attorney-in-Fact for Michael Rapino	0	1/06/2017		
**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).

MR. RAPINO HAS 670,000 OPTIONS EXPIRING ON FEBRUARY 16, 2017. MR. RAPINO HOLDS A TOTAL OF 8,695,820
 (1) SHARES AND OPTIONS, INCLUDING BOTH VESTED AND UNVESTED SHARES/OPTIONS AS OF JANUARY 1, 2017. MR.
 RAPINO HAS PUT IN PLACE A TRADING PLAN UNDER RULE 10b5-1 IN ORDER TO SYSTEMATICALLY SELL CERTAIN SHARES ALONG WITH THESE EXPIRING OPTIONS OVER SEVERAL WEEKS.

This transaction involved a gift of securities by the reporting person to the Rapino Family Foundation (the "Foundation"), with which the reporting person is affiliated. The reporting person disclaims beneficial ownership of the shares held by the Foundation, and this report

- (2) reporting person is armated. The reporting person discrams beneficial owner of the Foundation's shares for purposes of Section 16 or for any other person.
- (3) The sale reported was effected pursuant to a Rule 10b5-1 trading plan adopted by the Foundation on December 15, 2016.

These transactions were executed in multiple trades at prices ranging from \$27.30 to \$27.69. The price reported reflects the weighted(4) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(5) The exercises and sales reported were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 15, 2016 as further described above in Note 1.

This transaction was executed in multiple trades at prices ranging from \$27.35 to \$27.79. The price reported reflects the weighted average(6) sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

This transaction was executed in multiple trades at prices ranging from \$27.39 to \$27.74. The price reported reflects the weighted average
(7) sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(8) The options vested 167,500 each on February 16, 2008 and 2009 and 335,000 on January 25, 2010, and were due to expire in February 2017.

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.