

ENTRAVISION COMMUNICATIONS CORP

Form 4

March 07, 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 *
ULLOA WALTER F

(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)
03/06/2014

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)
Chairman and CEO

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 (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)
			Code	V	Amount	(A) or (D)	Price
Class A common stock	03/06/2014		M ⁽¹⁾		100,000	A	\$ 1.73
Class A common stock	03/06/2014		M ⁽¹⁾		50,000	A	\$ 1.92
Class A common stock	03/06/2014		S		1,000	D	\$ 7.08

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Class A common stock	03/06/2014	S	10,700	D	\$ 7.09	248,787 <u>(2)</u>	D
Class A common stock	03/06/2014	S	128,535	D	\$ 7.1	120,252 <u>(2)</u>	D
Class A common stock	03/06/2014	S	34,194	D	\$ 7.11	86,058 <u>(2)</u>	D
Class A common stock	03/06/2014	S	9,500	D	\$ 7.12	76,558 <u>(2)</u>	D
Class A common stock	03/06/2014	S	100	D	\$ 7.13	76,458 <u>(2)</u>	D
Class A common stock	03/06/2014	S	9,000	D	\$ 7.14	67,458 <u>(2)</u>	D
Class A common stock	03/06/2014	S	6,971	D	\$ 7.15	60,487 <u>(2)</u>	D
Class A common stock	03/07/2014	M ⁽¹⁾	10,000	A	\$ 1.73	70,487 <u>(2)</u>	D
Class A common stock	03/07/2014	M ⁽¹⁾	66,000	A	\$ 1.67	136,487 <u>(2)</u>	D
Class A common stock	03/07/2014	S	6,000	D	\$ 7.05	130,487 <u>(2)</u>	D
Class A common stock	03/07/2014	S	600	D	\$ 7.06	129,887 <u>(2)</u>	D
Class A common stock	03/07/2014	S	100	D	\$ 7.07	129,787 <u>(2)</u>	D
Class A common stock	03/07/2014	S	19,343	D	\$ 7.08	110,444 <u>(2)</u>	D
Class A common stock	03/07/2014	S	11,700	D	\$ 7.09	98,744 <u>(2)</u>	D
Class A common	03/07/2014	S	58,538	D	\$ 7.1	40,206 <u>(2)</u>	D

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stock								
Class A common stock	03/07/2014	S	15,818	D	\$ 7.11	24,388 ⁽²⁾	D	
Class A common stock	03/07/2014	S	932	D	\$ 7.12	23,456 ⁽²⁾	D	
Class A common stock	03/07/2014	S	3,209	D	\$ 7.13	20,247 ⁽²⁾	D	
Class A common stock	03/07/2014	S	970	D	\$ 7.14	19,277 ⁽²⁾	D	
Class A common stock	03/07/2014	S	2,030	D	\$ 7.15	17,247 ⁽²⁾	D	
Class A common stock	03/07/2014	S	2,100	D	\$ 7.16	15,147 ⁽²⁾	D	
Class A common stock	03/07/2014	S	900	D	\$ 7.17	14,247 ⁽²⁾	D	
Class A common stock	03/07/2014	S	600	D	\$ 7.18	13,647 ⁽²⁾	D	
Class A common stock	03/07/2014	S	660	D	\$ 7.19	12,987 ⁽²⁾	D	
Class A common stock	03/07/2014	S	487	D	\$ 7.2	12,500 ⁽²⁾	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.

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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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Security	(Instr. 3, 4, and 5)			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock option (right to buy)	\$ 1.73	03/06/2014		M			100,000	01/01/2012	09/30/2019	Class A common stock	100,000
Stock option (right to buy)	\$ 1.92	03/06/2014		M			50,000	01/01/2014	02/21/2023	Class A common stock	50,000
Stock option (right to buy)	\$ 1.73	03/07/2014		M			10,000	01/01/2012	09/30/2019	Class A common stock	10,000
Stock option (right to buy)	\$ 1.67	03/07/2014		M			66,000	01/01/2014	04/04/2022	Class A common stock	66,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ULLOA WALTER F 2425 OLYMPIC BLVD., SUITE 6000 WEST SANTA MONICA, CA 90404	X	X	Chairman and CEO	

Signatures

/s/ Mark A. Boelke by power of attorney for Walter F. Ulloa

03/07/2014

__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.

Includes 12,500 restricted stock units. The reporting person also has indirect beneficial ownership of 425 shares of Class A common stock held by Ms. Alexandra Seros and indirect beneficial ownership of 889,848 shares of Class B common stock held by The Walter F. Ulloa Irrevocable Trust of 1996 and 10,599,517 shares of Class B common stock held by Seros Ulloa Family Trust of 1996.

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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