

BLOCKBUSTER INC
Form 4
July 03, 2007

FORM 4

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

OMB APPROVAL

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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 *
ANTIOCO JOHN F

(Last) (First) (Middle)
1201 ELM ST.
(Street)

DALLAS, TX 75270

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BLOCKBUSTER INC [BBI]

3. Date of Earliest Transaction
(Month/Day/Year)
07/02/2007

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 of the Board 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 Ownership: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A and Class B Common Stock	07/02/2007		M		1,728,972	A	Ⓟ 1,728,972
Class A and Class B Common Stock	07/02/2007		D		1,728,972	D	Ⓟ 0

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

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SEC 1474
(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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Restricted Share Units	(1)	07/02/2007		M	1,728,972	07/02/2007	07/02/2007	Class A and Class B Common Stock (1)	1,728,972

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANTIOCO JOHN F 1201 ELM ST. DALLAS, TX 75270	X		Chairman of the Board and CEO	

Signatures

Mary Bell, as attorney-in-fact for John F. Antioco
Date: 07/03/2007

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).

On October 21, 2004, the Reporting Person was awarded 1,728,972 restricted share units pursuant to his employment agreement. Each restricted share unit entitles the Reporting Person to receive a cash payment equal in value to the average of the closing prices of a share of Blockbuster Class A and Class B Common Stock on the date of his termination of employment, which occurred on July 2, 2007.

(1) Although SEC reporting requirements require that the settlement of restricted share units in cash be reported as an acquisition and subsequent disposition of the shares underlying the restricted share units (each as exempt transactions), under the terms of the award Mr. Antioco did not receive or dispose of shares of the Issuer's Class A or Class B Common Stock, but rather received a cash payment for 864,486 restricted share units on July 2, 2007 and will receive a cash payment for the remaining 864,486 restricted share units on Jan. 2, 2008 pursuant to the requirements of Sec. 409A of the IRC.

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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