

PCS EDVENTURES COM INC  
Form 4  
July 23, 2015

**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 \*  
GROVER ROBERT O

2. Issuer Name and Ticker or Trading Symbol  
PCS EDVENTURES COM INC  
[PCSV]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
07/14/2015

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
Co-CEO

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 (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 (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    | 07/14/2015                           |  | M                              | (A) or (D) A  | Amount 19,000 (2) Price \$ 0.06   | 783,974 (3)  | D                                 |

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)**

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| 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) |                        |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date | Title   | Amount Number Shares   |
| Incentive Stock Option Award               | \$ 0.6   | 06/17/2010                           |  | J <sup>(1)</sup>               | 11,250  | 06/17/0013   | 06/17/0015      | Common Stock  | 11,250                 |
| Incentive Stock Option Award               | \$ 0.06  | 05/15/2012                           |  | A                              | 100,000   | 11/01/0012   | 11/01/0015      | Common Stock  | 100,000 <sup>(4)</sup> |
| Incentive Stock Option Award               | \$ 0.06  | 05/15/2012                           |  | A                              | 25,000  | 12/31/0012   | 12/31/0015      | Common Stock  | 25,000 <sup>(4)</sup>  |
| Incentive Stock Option Award               | \$ 0.06  | 05/15/2012                           |  | A                              | 50,000  | 02/01/0013   | 05/15/0016      | Common Stock  | 50,000 <sup>(4)</sup>  |
| Incentive Stock Option Award               | \$ 0.06  | 05/15/2012                           |  | A                              | 100,000   | 02/01/0013   | 05/15/0016      | Common Stock  | 100,000 <sup>(4)</sup> |
| Incentive Stock Option Award               | \$ 0.06  | 05/15/2012                           |  | A                              | 25,000  | 04/01/0013   | 04/01/0016      | Common Stock  | 25,000 <sup>(4)</sup>  |
| Incentive Stock Option Award               | \$ 0.06  | 05/15/2012                           |  | A                              | 25,000  | 07/01/0013   | 07/17/0016      | Common Stock  | 25,000 <sup>(4)</sup>  |
| Incentive Stock Option Award               | \$ 0.06  | 05/15/2012                           |  | A                              | 25,000  | 01/01/0014   | 05/15/0017      | Common Stock  | 25,000 <sup>(4)</sup>  |
| Incentive Stock Option Award               | \$ 0.06  | 05/15/2012                           |  | J <sup>(1)</sup>               | 100,000   | 05/01/0013   | 05/15/0016      | Common Stock  | 100,000 <sup>(4)</sup> |
|  | \$ 0.06  | 05/15/2012                           |  | J <sup>(1)</sup>               | 75,000  | 06/01/0013   | 05/15/0018      |   |                        |

|                              |         |            |                  |        |            |            |  |              |                       |
|------------------------------|---------|------------|------------------|--------|------------|------------|--|--------------|-----------------------|
| Incentive Stock Option Award |         |            |                  |        |            |            |  | Common Stock | 75,000 <sup>(4)</sup> |
| Incentive Stock Option Award | \$ 0.06 | 05/15/2012 | J <sup>(1)</sup> | 75,000 | 05/01/0014 | 05/15/0017 |  | Common Stock | 75,000 <sup>(4)</sup> |
| Incentive Stock Option Award | \$ 0.06 | 05/15/2012 | J <sup>(1)</sup> | 75,000 | 06/01/0013 | 05/15/0016 |  | Common Stock | 75,000 <sup>(4)</sup> |
| Incentive Stock Option Award | \$ 0.06 | 05/15/2012 | J <sup>(1)</sup> | 75,000 | 06/01/0014 | 06/01/0018 |  | Common Stock | 75,000 <sup>(4)</sup> |
| Incentive Stock Option Award | \$ 0.06 | 05/15/2012 | J <sup>(1)</sup> | 75,000 | 06/01/0015 | 05/15/0018 |  | Common Stock | 75,000 <sup>(4)</sup> |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |        |
|--------------------------------|---------------|-----------|---------|--------|
|                                | Director      | 10% Owner | Officer | Other  |
| GROVER ROBERT O                |               |           |         | Co-CEO |

## Signatures

/s/ Robert Grover 07/23/2015

\*\*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) Expired (no value) or forfeited by reason of grant.

(2) This is a cashless exercise of 25,000 options that result in 19,000 shares of stock being issued.

(3) Shares Beneficially Owned following the reported transaction include: Robert Grover: 595,248 Robert O Grover & Heidi K Grover: 133,726 Heidi Grover 55,000

(4) Per Incentive Stock Option Agreement issued under 2009 Equity Incentive Plan on 5/15/12, 850,000 available to earn originally reported on Form 4, Date of Earliest Transaction 05/15/12. The exercise date is broken down into multiple goals in which a number of shares become available for exercise when earned. This is a listing of vested options totaling 375,000 on incentive goals achieved and vested; the remaining 475,000 options have been forfeited.

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