

Angie's List, Inc.  
Form 4  
March 03, 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 \*  
**HOWELL J MARK**

(Last) (First) (Middle)

**ANGIE'S LIST, INC., 1030 EAST WASHINGTON STREET**

(Street)

**INDIANAPOLIS, IN 46202**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Angie's List, Inc. [ANGI]**

3. Date of Earliest Transaction (Month/Day/Year)  
**02/27/2015**

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 (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned 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)
				(A) or (D)	Code V Amount (D) Price		

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Restricted Stock Units (RSU)	0	02/27/2015	A	80,859					(2)	(3)	Common Stock	80,859
Stock Option (right to buy)	\$ 6.74	02/27/2015	A	173,885					(4)	02/27/2025	Common Stock	173,885
Performance Stock Option (right to buy)	\$ 6.74	02/27/2015	A	14,012					(5)	02/27/2025	Common Stock	14,012

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOWELL J MARK ANGIE'S LIST, INC. 1030 EAST WASHINGTON STREET INDIANAPOLIS, IN 46202			Chief Operating Officer	

## Signatures

/s/ Shannon M. Shaw, as  
Attorney-in-fact  
03/03/2015  
Date

\*\*Signature of Reporting Person

## 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) Each RSU represents a contingent right to receive 1 share of the issuer's common stock upon settlement.
- (2) 43,768 of the restricted stock units granted vest in four equal annual installments beginning on February 27, 2016. The remaining 37,091 restricted stock units granted vest on August 27, 2016.
- (3) There is no expiration date with respect to the restricted stock units granted.
- (4) The stock option grant vests in four equal annual installments beginning on February 27, 2016.
- (5) If the Performance Goal for the Performance Period is met, then (i) 75% of the Performance Options will become vested and exercisable on February 27, 2018 and (ii) 25% of the Performance Options will become vested and exercisable on February 27, 2019. The "Performance Period" shall mean January 1, 2015 through December 31, 2017. The "Performance Goal" shall mean that the Company's stock price performance exceeds 80% of the performance of the Russell 2000 Index over the Performance Period, using the average adjusted closing stock price for the Company and the Russell 2000 Index for 90 calendar days prior to the beginning of the Performance Period and the last 90 calendar days of the Performance Period.

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.