

Johnson Eric
Form 3
May 11, 2010

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *

Johnson Eric

(Last)

(First)

(Middle)

408-229 YONGE STREET

(Street)

TORONTO, A6 A5B 1N9

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

12/17/2009

3. Issuer Name and Ticker or Trading Symbol

PRIVATE MEDIA GROUP INC [PRVT]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date
Exercisable

Expiration
Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of
Shares

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)
(Instr. 5)

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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Non-voting Class A Preference Shares of Entruphema ⁽¹⁾	10/29/2009	10/29/2014	Common Stock	110,000	\$ 0	D	Â
Non-voting Class A Preference Shares of Entruphema ⁽¹⁾	10/29/2010	10/29/2014	Common Stock	10,000	\$ 0	D	Â
Non-voting Class A Preference Shares of Entruphema ⁽¹⁾	10/29/2011	10/29/2014	Common Stock	10,000	\$ 0	D	Â
Earnout Right ⁽²⁾	12/31/2009	12/31/2012	Common Stock	5,834	\$ 0	D	Â
Earnout Right ⁽²⁾	12/31/2010	12/31/2012	Common Stock	23,333	\$ 0	D	Â
Earnout Right ⁽²⁾	12/31/2011	12/31/2012	Common Stock	23,333	\$ 0	D	Â
Earnout Right ⁽²⁾	09/30/2012	12/31/2012	Common Stock	17,500	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Johnson Eric 408-229 YONGE STREET TORONTO,Â A6Â M5B 1N9	Â X	Â	Â	Â

Signatures

Eric Johnson 05/11/2010

 Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Convertible into shares of the Issuer.

The Reporting Person has the right to acquire the Common Stock for no additional consideration, upon meeting certain EBITDA targets for Private Media Group, Inc.'s internet operations for the fourth quarter of 2009, the years ended December 31, 2010 and 2011 and the first three quarters of 2011. These rights have been granted to the Reporting Person pursuant to an Acquisition Agreement among Private Media Group, Inc., the Reporting Person and others, dated October 29, 2009.

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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