

MULTIBAND CORP
Form 4
September 03, 2013

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 *
EKMAN DAVID

(Last) (First) (Middle)
5605 GREEN CIRCLE DRIVE
(Street)

MINNETONKA, MN 55343

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MULTIBAND CORP [MBND]

3. Date of Earliest Transaction (Month/Day/Year)
08/30/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

Chief Information Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 08/30/2013 | | D | (A) or (D) Code V Amount 337,048 (1) | Price \$ 3.25 | 0 | D |

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

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(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 | 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) | Amount or Number of Shares | | | |
|--|--|--------------------------------------|--|---------------------|---|--|---|----------------------------|-----------------|--------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 6.75 | 08/30/2013 | | D | | 40,000 | <u>(2)</u> | 04/27/2015 | Common Stock | 40,000 | |
| Employee Stock Option (right to buy) | \$ 1.85 | 08/30/2013 | | D | | 50,000 | <u>(3)</u> | 04/01/2017 | Common Stock | 50,000 | |
| Class C Convertible Preferred Stock | \$ 25 | 08/30/2013 | | D | | 109,000 | <u>(4)</u> | <u>(5)</u> | Common Stock | 43,600 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|---|
| | Director 10% Owner Officer Other |
| EKMAN DAVID 5605 GREEN CIRCLE DRIVE MINNETONKA, MN 55343 | Chief Information Officer |

Signatures

/s/ David Ekman 09/03/2013
 **Signature of Date
 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) Reflects 12,500 shares of restricted stock disposed of by the reporting person. Pursuant to the terms of a merger agreement with Goodman Networks Incorporated, this restricted stock vested immediately prior to completion of the merger of the issuer with and into a subsidiary of Goodman Networks Incorporated (the "Merger"), and was cancelled for the right to receive cash in an amount equal to \$3.25 per share of restricted stock.

(2) Pursuant to the terms of a tender offer of the issuer, this option has been cancelled in exchange for the right to receive cash in an amount equal to \$0.50 per share of the common stock underlying the option.

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- (3) Pursuant to the terms of a tender offer of the issuer, this option has been cancelled in exchange for the right to receive cash in an amount equal to \$1.40 per share of the common stock underlying the option.
- (4) Pursuant to the terms of the Merger, each share of Class C Cumulative Convertible Preferred Stock held by the Reporting Person was cancelled and automatically converted into the right to receive \$10.00 per share in cash.
- (5) Not applicable - there is no expiration date for the Class C Cumulative Convertible Preferred Stock.

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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