Edgar Filing: FREDERICK'S OF HOLLYWOOD GROUP INC /NY/ - Form 4

FREDERICK'S OF HOLLYWOOD GROUP INC /NY/

Form 4 May 30, 2014

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

Form 4 or Form 5 obligations **SECURITIES**

Estimated average burden hours per response... 0.5

may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

EISEL JOHN L

(Middle)

Symbol

(Check all applicable)

FREDERICK'S OF HOLLYWOOD

3. Date of Earliest Transaction

GROUP INC /NY/ [FOH]

X_ Director 10% Owner Officer (give title Other (specify

C/O FREDERICK'S OF

HOLLYWOOD GROUP INC., 6255

(Street)

(State)

(First)

W. SUNSET BLVD.

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

(Month/Day/Year)

05/30/2014

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting

Issuer

HOLLYWOOD, CA US 90028

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

(Zip)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I)

(Instr. 4)

Ownership (Instr. 4)

7. Nature of

Indirect

Beneficial

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Code V (D) Price Amount

Common 05/30/2014 Stock

D 195,833 0

D

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

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

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. Transactic Code (Instr. 8)	Secur Acque or D	urities uired (A) isposed of r. 3, 4,	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 or Number of Shares
Stock Option (Right to Buy)	\$ 2.72	05/30/2014		D <u>(1)</u>		6,000	12/06/2009	12/05/2014	Common Stock	6,000
Stock Option (Right to Buy)	\$ 1.05	05/30/2014		D <u>(1)</u>		17,500	01/12/2013	01/11/2021	Common Stock	17,500
Stock Option (Right to Buy)	\$ 0.4	05/30/2014		D <u>(1)</u>		21,000	01/11/2014	01/10/2022	Common Stock	21,000

Reporting Owners

Reporting Owner Name / Address	Relationships				
1 6	Director	10% Owner	Officer	Other	
EISEL JOHN L C/O FREDERICK'S OF HOLLYWOOD GROUP INC. 6255 W. SUNSET BLVD. HOLLYWOOD, CA US 90028	X				

Signatures

> John L. Eisel 05/30/2014 **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).
- Disposed of pursuant to the Agreement and Plan of Merger, dated as of December 18, 2013, as amended on April 14, 2014, by and among (1) the Issuer, FOHG Holdings, LLC and FOHG Acquisition Corp. All options, whether unvested or vested, were cancelled and converted into a right to receive per share the excess of \$0.27 over the per share exercise price.

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.

Reporting Owners 2