Silver Eagle Acquisition Corp.

Form 4 April 01, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL OMB

Washington, D.C. 20549

3235-0287 Number: January 31, Expires:

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if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations 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).

(Print or Type Responses)

(Ctata)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **SLOAN HARRY** Issuer Symbol Silver Eagle Acquisition Corp. (Check all applicable) [EAGL] _X__ 10% Owner (Last) (First) (Middle) 3. Date of Earliest Transaction _X_ Director __Other (specify X_ Officer (give title (Month/Day/Year) below) 1450 2ND STREET, SUITE 247 03/31/2015 Chairman & CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting SANTA MONICA, CA 90401 Person

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative Sec	urities	Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Approx Disposed of (Instr. 3, 4 an	of (D) d 5) (A) or	ed (A)	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	03/31/2015		J <u>(1)</u>	2,712,250	D	\$0	4,877,500	I	Footnote (2)
Common Stock							99,500	I	Footnote (3)

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

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

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)	orDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
	j			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Private Placement Warrants	\$ 5.75	03/31/2015		<u>J(1)</u>		14,250,000	<u>(4)</u>	<u>(4)</u>	Common Stock	7,125,

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SLOAN HARRY							
1450 2ND STREET	X	X	Chairman & CEO				
SUITE 247	Λ	Λ	Chairman & CEO				
SANTA MONICA, CA 90401							

Signatures

/s/ Joel Rubinstein, Attorney-in-Fact 04/01/2015

**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) Cancellation for no consideration.
- (2) Held by Global Eagle Acquisition LLC. The reporting person disclaims beneficial ownership of these shares except to the extent of his actual pecuniary interest therein.
- (3) Held by Roscomore, LTD of which the reporting person is the sole general partner. The reporting person disclaims beneficial ownership of these shares except to the extent of his actual pecuniary interest therein.
- (4) April 30, 2015.

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.

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