

ENTRAVISION COMMUNICATIONS CORP
 Form 4
 April 29, 2016

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 *
 Carrera Mario M.

2. Issuer Name and Ticker or Trading Symbol
 ENTRAVISION
 COMMUNICATIONS CORP
 [NYSE:EVC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 Chief Revenue Officer

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 06/19/2015

2425 OLYMPIC BOULEVARD
 SUITE 6000W

(Street)

4. 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

SANTA MONICA, CA 90404

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Class A common stock | 06/19/2015 | | M ⁽¹⁾ | 33,000 | A | \$ 1.67 | 110,065 ⁽²⁾ D |
| Class A common stock | 06/19/2015 | | M ⁽¹⁾ | 33,000 | A | \$ 1.92 | 143,065 ⁽²⁾ D |
| Class A common stock | 06/19/2015 | | S ⁽¹⁾ | 33,000 | D | \$ 7.8003 | 110,065 ⁽²⁾ D |

Class A
common stock 06/19/2015 S⁽¹⁾ 33,000 D \$ 7.8 77,065 ⁽²⁾ 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.

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(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 (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) | 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock option (right to buy) | \$ 1.67 | 06/19/2015 | | M ⁽¹⁾ | 33,000 | 01/01/2014 04/04/2022 | Class A common stock 33,000 |
| Stock option (right to buy) | \$ 1.92 | 06/19/2015 | | M ⁽¹⁾ | 33,000 | 01/01/2014 02/21/2023 | Class A common stock 33,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Carrera Mario M.
2425 OLYMPIC BOULEVARD SUITE 6000W
SANTA MONICA, CA 90404

Chief Revenue Officer

Signatures

/s/ Mark A. Boelke, by power of attorney for Mario M. Carrera

04/29/2016

____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) The exercise of stock options and sale of underlying shares of Class A common stock reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) Includes 45,000 restricted stock units.

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.