

Support.com, Inc.
 Form 3
 May 21, 2014

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Cholowsky Elizabeth | | (Month/Day/Year) | Support.com, Inc. [SPRT] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 05/16/2014 | | |
| 900 CHESAPEAKE DR, 2ND FLOOR | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | President & CEO | |
| REDWOOD CITY, CA 94063 | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> 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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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) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| | | | | | | | |
|-----------------------------|-------|------------|--------------|---------|---------|---|---|
| Restricted Stock Units | Â (1) | Â (5) | Common Stock | 218,752 | \$ 0 | D | Â |
| Non-Qualified Stock Options | Â (2) | 05/16/2024 | Common Stock | 150,000 | \$ 2.21 | D | Â |
| Non-Qualified Stock Options | Â (3) | 05/16/2024 | Common Stock | 300,000 | \$ 2.21 | D | Â |
| Non-Qualified Stock Options | Â (4) | 05/16/2024 | Common Stock | 300,000 | \$ 2.21 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cholawsky Elizabeth 900 CHESAPEAKE DR, 2ND FLOOR REDWOOD CITY, CA 94063 | Â | Â | Â President & CEO | Â |

Signatures

/s/ Greg Wrenn, by power of attorney
05/21/2014

__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) 1/4th of the shares subject to the grant shall vest on each anniversary of the grant date over four years, through May 16, 2018.

(2) 1/4th of the shares subject to the grant shall vest on the first anniversary of the grant date, and 1/48th of the shares subject to the grant shall vest on each monthly anniversary thereafter over the next three years through May 16, 2018. The grant shall only be exercisable, to the extent vested, following the date as of which the fair market value of the Company's common stock has first equaled or exceeded \$4.00 for 20 consecutive trading days.

(3) 1/4th of the shares subject to the grant shall vest on the first anniversary of the grant date, and 1/48th of the shares subject to the grant shall vest on each monthly anniversary thereafter over the next three years through May 16, 2018. The grant shall only be exercisable, to the extent vested, following the date as of which the fair market value of the Company's common stock has first equaled or exceeded \$6.25 for 20 consecutive trading days.

(4) 1/4th of the shares subject to the grant shall vest on the first anniversary of the grant date, and 1/48th of the shares subject to the grant shall vest on each monthly anniversary thereafter over the next three years through May 16, 2018. The grant shall only be exercisable, to the extent vested, following the date as of which the fair market value of the Company's common stock has first equaled or exceeded \$9.75 for 20 consecutive trading days.

(5) Not applicable

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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