

Vossoughi Kourosch
 Form 4
 May 02, 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 *
 Vossoughi Kourosch

2. Issuer Name and Ticker or Trading Symbol
 ACTIVE NETWORK INC [ACTV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 10182 TELESIS COURT
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/30/2013

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 CLO, EVP & Secretary

SAN DIEGO, CA 92121
 (City) (State) (Zip)

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

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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Common Stock	04/30/2013		A		38,739 (1)	A	\$ 0 172,474 D

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

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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. 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)	8. Pr Deriv Secur (Instr			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Market Stock Units	(2)	04/30/2013		A		29,799	(2)	(3)	(3)	Common Stock	29,799 (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Vossoughi Kourosch 10182 TELESIS COURT SAN DIEGO, CA 92121			CLO, EVP & Secretary	

Signatures

/s/ Kourosch
Vossoughi

05/02/2013

**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 Restricted Stock Units ("RSUs") were granted pursuant to The Active Network, Inc. 2011 Equity Incentive Plan and vest 25% on the first year anniversary of the grant date and in equal installments on each of the three anniversaries thereafter, subject to the reporting person's continuous employment through each of the vesting dates. Each RSU represents a contingent right to receive one share of the Company's Common Stock.

(2) The Market Stock Units ("MSUs") were granted pursuant to The Active Network, Inc. 2011 Equity Incentive Plan and represent a contingent right to receive, following vesting, a number of shares of the Company's Common Stock determined by the Company's stock price on the vesting date. The maximum number of shares of Company Common Stock that will be issued at vesting is two times the number of MSUs.

(3) The MSUs vest 25% on the first year anniversary of the grant date and in equal installments on each of the three anniversaries thereafter, subject to the reporting person's continuous employment through each of the vesting dates.

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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