

Depatie Michael A.
Form 4
September 13, 2018

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Depatie Michael A.

2. Issuer Name **and** Ticker or Trading
Symbol
JAMBA, INC. [JMBA]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
3001 DALLAS PARKWAY, SUITE
140

3. Date of Earliest Transaction
(Month/Day/Year)
09/13/2018

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(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

FRISCO, TX 75034

(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)
Common Stock	09/13/2018		D	39,291	D \$ 13 0	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. I. Derivative Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 11.1	09/13/2018		D	2,500	<u>(1)</u>	11/12/2020	Common Stock	2,500	\$
Stock Option (right to buy)	\$ 11.975	09/13/2018		D	5,000	<u>(2)</u>	05/19/2021	Common Stock	5,000	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Depatie Michael A. 3001 DALLAS PARKWAY SUITE 140 FRISCO, TX 75034	X			

Signatures

/s/ Josh Nicosia, as attorney-in-fact for Michael A. Depatie 09/13/2018

__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 option, providing for vesting in two equal installments of 50% as of the close of business on February 10, 2011 and the remainder 50% upon the completion of the Company's 2011 annual stockholders meeting, and therefore already fully vested, was cancelled at the effective time of the merger between Jay Merger Sub, Inc. and the Issuer in exchange for a cash payment per share subject to the option determined by the difference between the \$13 merger consideration per share and the exercise price of the option.

(2) The option, providing for vesting of one-fourth of the shares subject to the option on each of August 19, 2011, November 19, 2011, February 19, 2012, and May 19, 2012 or the date of the Company's 2012 annual meeting of stockholders, and therefore already fully vested, was cancelled at the effective time of the merger between Jay Merger Sub, Inc. and the Issuer in exchange for a cash payment per share subject to the option determined by the difference between the \$13 merger consideration per share and the exercise price of the option.

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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