

CrowdGather, Inc.
Form 4
October 03, 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 *
Weiss Jonathan David

(Last) (First) (Middle)
20300 VENTURA BLVD., SUITE 330
(Street)

WOODLAND HILLS, CA 91364

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CrowdGather, Inc. [CRWG]

3. Date of Earliest Transaction (Month/Day/Year)
10/01/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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)
				(A) or (D)	Price		
Common Stock ⁽¹⁾	10/01/2013		A	V	\$ 0 <u>(1)</u>	320,000	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. Amount or Number of Shares
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Stock Option (Right to Buy)	\$ 0.14			Code	V (A) (D)	Date Exercisable 03/24/2013 ⁽²⁾	Expiration Date 09/24/2022	Title Common Stock	Amount or Number of Shares 400,000
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Stock Option (Right to Buy)	\$ 0.12			Code	V (A) (D)	Date Exercisable 06/27/2013 ⁽²⁾	Expiration Date 12/27/2022	Title Common Stock	Amount or Number of Shares 150,000
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Stock Option (Right to Buy)	\$ 0.04			Code	V (A) (D)	Date Exercisable 11/30/2013 ⁽²⁾	Expiration Date 05/31/2023	Title Common Stock	Amount or Number of Shares 320,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weiss Jonathan David 20300 VENTURA BLVD. SUITE 330 WOODLAND HILLS, CA 91364			Chief Financial Officer	

Signatures

/s/ Jonathan David Weiss	10/03/2013
**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) Restricted stock granted pursuant to 2008 Stock Option and Award Plan. Pursuant to the terms of the Plan, the shares will vest in equal amounts of 25% of the total amount per year beginning on October 2, 2014.
- (2) Reporting person's right to receive Stock Options vest over a four year period, with the first one-eighth of the total Stock Options vesting on the six month anniversary of the grant date, one-sixteenth of the total Stock Options vesting every 90 days after that six month

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anniversary date (the date indicated above as the exercise date).

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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