

MOBIVITY HOLDINGS CORP.
Form 4
October 15, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
SCHNEIDER DOUGLAS ROBERT

2. Issuer Name and Ticker or Trading Symbol
MOBIVITY HOLDINGS CORP.
[MFON]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
8929 AERO DRIVE, SUITE E
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/17/2014

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

SAN DIEGO, CA 92123

(City) (State) (Zip)

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

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		
				Code	V	Amount	

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.

SEC 1474 (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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	07/17/2014	A	56,522					07/17/2017	07/17/2017	Restricted Stock Units	56,522

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHNEIDER DOUGLAS ROBERT 8929 AERO DRIVE SUITE E SAN DIEGO, CA 92123				

Signatures

/s/ Douglas
Schneider 10/15/2014

 **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).
- 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. r: solid black; border-top-width: 1; border-left-width: 0; border-right-width: 1; border-bottom-width: 1 ">Relationships Director 10% Owner Officer Other Kimbro Ken
2200 DON TYSON PARKWAY
SPRINGDALE, AR 72762 SVP & Chief HR Officer

Signatures

Ken Kimbro 12/18/2012

 **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).
- Represents shares of the Issuer's Class A Common Stock purchased for the Reporting Person's account under the Issuer's Employee Stock (1) Purchase Plan since the last Statement of Changes in Beneficial Ownership was filed by the Reporting Person. Such acquisitions are exempt from Section 16 reporting requirements pursuant to Rule 16b-3.

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Class A Common Stock	2,116 I
proportionate limited partnership interests in shares held by Rankin Associates II, L.P	Class A Common Stock
2,283 I serves as Trustee of a Trust for the benefit of Chloe O. Rankin	Class A Common Stock
19 I spouses	
proportionate GP interest in shares of RA IV ⁽⁵⁾	Class A Common Stock
14,567 I spouse proportionate	
limited partnership interest in shares held by RA I LP ⁽⁵⁾	Class A Common Stock
36,890 I spouse's	
proportionate interest in shares held by RAI ⁽⁵⁾	Class A Common Stock
65,824 I proportionate limited	
partnership interest in shares held by Rankin Associates IV, L.P ⁽⁵⁾	Class A Common Stock
226 I Spouse's	
Interest in Shares held by Rankin Associates V	Class A Common Stock
1,975 I spouse's proportionate	
interest in shares held by Rankin Management, Inc. ("RMI") ⁽⁵⁾	Class A Common Stock
56 I Spouse's interest	
in shares held by RA5 held by Rankin Management	Class A Common Stock
132,073 I spouse serves as	
Trustee of a Trust for the benefit of Claiborne R. Rankin ⁽⁵⁾	

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

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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)	8. Price of Derivative Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(6)					(6)	(6)	Class A Common Stock	64,143
Class B Common Stock	(6)					(6)	(6)	Class A Common Stock	2,116
Class B Common	(6)					(6)	(6)	Class A Common	2,783

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Stock				Stock	
Class B Common Stock	(6)	(6)	(6)	Class A Common Stock	31
Class B Common Stock	(6)	(6)	(6)	Class A Common Stock	26,057
Class B Common Stock	(6)	(6)	(6)	Class A Common Stock	36,890
Class B Common Stock	(6)	(6)	(6)	Class A Common Stock	104,286
Class B Common Stock	(6)	(6)	(6)	Class A Common Stock	1,975
Class B Common Stock	(6)	(6)	(6)	Class A Common Stock	123,760
Class B Common Stock	(6)	(6)	(6)	Class A Common Stock	6,889

Explanation of Responses:

Class B Common Stock	(6)	(6)	(6)	Class A Common Stock	6,889
Class B Common Stock	(6)	(6)	(6)	Class A Common Stock	6,889

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RANKIN CHLOE O 5875 LANDERBROOK DRIVE MAYFIELD HEIGHTS, OH 44124				Member of a Group

Signatures

/s/ Suzanne S. Taylor,
attorney-in-fact

11/02/2018

__Signature of Reporting Person

__Date

Explanation of Responses:

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- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares purchased pursuant to 10b5-1 plan
- (2) 2018-Nov-1 -Block 1 Weighted Average- Share Price represents average price between \$60.00 and \$60.05.
- (3) 2018-Nov-1 -Block 2 Weighted Average- Share Price represents average price between \$61.25 and \$61.96.
- (4) 2018-Nov-1 -Block 3 Weighted Average- Share Price represents average price between \$62.00 and \$62.97.
- (5) Reporting Person disclaims beneficial ownership of all such shares.
- (6) N/A

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