

Sabnani Sanjay
 Form 4/A
 December 12, 2011

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 *
 Sabnani Sanjay

(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)
 08/31/2011

4. If Amendment, Date Original Filed(Month/Day/Year)
 08/31/2011

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

CEO, President, Secretary

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 08/31/2011 | | P | 5,810 A | \$ 0.4 46,010 ⁽²⁾ | I | Owned by Sanjay IRA, owned by reporting person. |
| Common Stock | 08/31/2011 | | P | 5,190 A | \$ 0.45 51,200 ⁽³⁾ | I | Owned by Sanjay IRA, owned by reporting person. |
| Common Stock | | | | | 16,210,550 | I | Owned by Typhoon |

| | | | |
|-----------------|---------|---|---|
| Common Stock | 900,000 | I | Capital Consultants, LLC, owned by reporting person. Owned by Sabnani Children Income Trust; reporting person's spouse is trustee. |
|-----------------|---------|---|---|

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 (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 | |
|---|--|---|---|--------------------------------------|--|--|---|-------------------------------------|---|
| Stock Option (Right to Buy) | \$ 1.49 | | | Code | V (A) (D) | Date Exercisable 12/20/2008 ⁽¹⁾ | Expiration Date 06/20/2018 | Title Common Stock | Amount or Number of Shares 400,000 |
| Stock Option (Right to Buy) | \$ 1.16 | | | Code | V (A) (D) | Date Exercisable 09/21/2011 ⁽¹⁾ | Expiration Date 03/21/2021 | Title Common Stock | Amount or Number of Shares 200,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sabnani Sanjay 20300 VENTURA BLVD, SUITE 330 WOODLAND HILLS, CA 91364 | X | X | CEO, President, Secretary | |

Signatures

Sanjay Sabnani 12/12/2011

**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) 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, and one-sixteenth of the total Stock Options vesting every 90 days after that six month anniversary date (the date indicated above as the exercise date).
 - (2) Due to a typographical error, the amount of securities beneficially owned by Sabnani IRA after the transaction was originally reported as 76,010 shares of Common Stock. The correct amount of securities beneficially owned by Sabnani IRA after the transaction is 46,010 shares of Common Stock. All other transactions remain the same.
 - (3) Due to a typographical error, the amount of securities beneficially owned by Sabnani IRA after the transaction was originally reported as 81,200 shares of Common Stock. The correct amount of securities beneficially owned by Sabnani IRA after the transaction is 51,200 shares of Common Stock. All other transactions remain the same.

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.