

Lee Peter
Form 3
April 18, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Lee Peter		(Month/Day/Year)	CrowdGather, Inc. [CRWG]	
(Last)	(First)	(Middle)	04/08/2013	
EVELYN TOWER, 14TH FL.,				
FLAT E, 38 CLOUDVIEW				
ROAD				
(Street)				
NORTH POINT, K3 00000				
(City)	(State)	(Zip)		
1. Title of Security		2. Amount of Securities	3. Ownership	4. Nature of Indirect Beneficial
(Instr. 4)		Beneficially Owned	Form:	Ownership
		(Instr. 4)	Direct (D)	(Instr. 5)
			or Indirect	
			(I)	
			(Instr. 5)	
Common Stock		1,003,000	D	

(Check all applicable)

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

5. 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 Beneficially Owned

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security	6. Nature of Indirect Beneficial Ownership
(Instr. 4)	(Month/Day/Year)	(Instr. 4)			(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series B Preferred Stock ⁽¹⁾	Â ⁽²⁾	Â ⁽²⁾	Common Stock ⁽³⁾	6,000,000 ⁽³⁾	\$ ⁽³⁾	D	Â
Common Stock Warrants (Right to Buy)	04/08/2013 ⁽⁴⁾	04/08/2018	Common Stock	3,000,000	\$ 0.08	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lee Peter EVELYN TOWER, 14TH FL., FLAT E 38 CLOUDVIEW ROAD NORTH POINT, Â K3Â 00000	Â	Â X	Â	Â

Signatures

/s/ Peter Lee 04/18/2013

 Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 Series B Convertible Preferred Stock ("Series B Shares") are convertible in accordance with the Issuer's Certificate of Designation, which is included as exhibit 3.1 in the Issuer's Form 8-K filed on April 9, 2013.
 - (2) The Series B Shares are convertible at any time after the issuance of such shares at the holder's election and do not have an expiration date.
 - (3) The Series B Shares are convertible on a 20-for-1 basis into the number of shares of Common Stock as shown in column 3.
- The Common Stock Warrants contain a limitation on exercise which prevents the Reporting Person from exercising any Warrants if, after
- (4) giving effect to the exercise, the Reporting Person would beneficially own more than 4.99% of the outstanding shares of Common Stock. The Reporting Person may elect to increase this limitation to 9.99%, upon not less than 61 days prior written notice to the Company.

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.