### Edgar Filing: MINDBODY, Inc. - Form 4

MINDBODY Form 4 July 06, 2010												
FORM	<b>14</b> UNITED	STATES						ANGE CO	OMMISSION	OMB AF OMB Number:	PROVAL 3235-0287	
Check this box Expires: January									•			
1. Name and Address of Reporting Person * Brandenburg Chet Ian2. Issuer Symbol									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 4051 BROA	(First) (AD STREET, SU		3. Date of Earliest Transaction         (Month/Day/Year)      Director         07/01/2016      NOfficer         below)      Director					Director X Officer (give t below)	10% Owner			
				(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			
(City)	(State)	(Zip)	Tab	le I - Noi	n-Deri	vative	Secu	rities Acqu	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transac Code (Instr. 8	tiomr l (In: 5)	Dispos str. 3, 4	ed of		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)	
Class A Common Stock	07/01/2016			C <u>(1)</u>		500	A	\$ 0	4,500	Ι	See footnote $(2)$	
Class A Common Stock	07/01/2016			S <u>(3)</u>	4,5	500	D	\$ 15.9098 (4)	0	Ι	See footnote $(2)$	
Class A Common Stock									15,112 <u>(5)</u>	D		

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. Transactic Code (Instr. 8)	Transaction of Derivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	<u>(6)</u>	07/01/2016		C	4,500	<u>(6)</u>	<u>(6)</u>	Class A Common Stock	4,500	\$

## **Reporting Owners**

Reporting Owner Name / Address	ss Relationships							
	Director	10% Owner	Officer	Other				
Brandenburg Chet Ian 4051 BROAD STREET SUITE 220 SAN LUIS OBISPO, CA 93401			Chief Product Officer					
Signatures								
/s/ Kimberly G. Lytikainen, Attorney-in-Fact		07/06	5/2016					
<b>**</b> Signature of Reporting Person		Γ	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) Each share of Class A Common Stock was issued upon the conversion of one share of Class B Common Stock at the election of Reporting Person.
- (2) The shares are held of record by the Reporting Person and the Reporting Person's spouse as trustees of the Brandenburg Family Trust dated January 9, 2014.
- (3) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

(4)

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The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.69 to \$16.00, inclusive. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

- (5) Includes 15,112 RSUs. Each RSU represents a contingent right to receive one share of the Issuer's Class A common stock upon settlement.
- (6) Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.

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.