

LASATER MILES

Form 3

June 16, 2010

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

Â LASATER MILES

(Last) (First) (Middle)

C/O HIGHER ONE
HOLDINGS, INC., Â 25
SCIENCE PARK

(Street)

NEW HAVEN, Â CT Â 06511

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

06/16/2010

3. Issuer Name **and** Ticker or Trading Symbol
Higher One Holdings, Inc. [ONE]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Chief Operations Officer

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**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

2,050,836

D

Â

Common Stock

300,000

I

By Miles Hanson Lasater 2009
GRATReminder: 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)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to buy)	03/03/2007	03/02/2014	Common Stock	75,000	\$ 0.29	D	Â
Stock Option (Right to buy)	01/17/2009	01/16/2016	Common Stock	75,000	\$ 0.67	D	Â
Stock Option (Right to buy)	01/23/2010	01/22/2017	Common Stock	75,000	\$ 1.34	D	Â
Stock Option (Right to buy)	12/07/2010	12/06/2017	Common Stock	68,226	\$ 2.67	D	Â
Stock Option (Right to buy)	12/07/2009	12/06/2017	Common Stock	6,774	\$ 2.67	D	Â
Stock Option (Right to buy)	Â <u>(1)</u>	09/24/2018	Common Stock	375,000	\$ 4.59	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LASATER MILES C/O HIGHER ONE HOLDINGS, INC. 25 SCIENCE PARK NEW HAVEN, CT 06511	Â	Â	Â Chief Operations Officer	Â

Signatures

/s/ Thomas D. Kavanaugh as attorney-in-fact for Miles
Lasater

06/15/2010

 Signature of Reporting Person

Date

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) This option vests at a rate of 25% on 9/25/2009, and in 36 equal monthly installments over the following three years, so that it will be fully vested after 9/25/2013.

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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