

ENTRAVISION COMMUNICATIONS CORP

Form 4

September 03, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WILKINSON PHILIP C**

(Last) (First) (Middle)

2425 OLYMPIC BOULEVARD,  
SUITE 6000 WEST

(Street)

SANTA MONICA, CA 90404

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
**ENTRAVISION  
COMMUNICATIONS CORP  
[NYSE:EVC]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**08/29/2013**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

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)
Class B common stock	08/29/2013		J <sup>(1)</sup>	1,820,000	D \$ 0 4,002,422 <sup>(2)</sup>	I	see note 3 <sup>(3)</sup>
Class A common stock	08/29/2013		J <sup>(1)</sup>	1,820,000	A \$ 0 2,021,846	I	see note 3 <sup>(3)</sup>
Class A common stock	08/29/2013		S	2,747	D \$ 5.45 2,019,099	I	see note 3 <sup>(3)</sup>

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Class A common stock	08/29/2013	S	10,065	D	\$ 5.46	2,009,034	I	see note 3 (3)
Class A common stock	08/29/2013	S	28,217	D	\$ 5.47	1,980,817	I	see note 3 (3)
Class A common stock	08/29/2013	S	100	D	\$ 5.48	1,980,817	I	see note 3 (3)
Class A common stock	08/29/2013	S	3,300	D	\$ 5.5	1,977,417	I	see note 3 (3)
Class A common stock	08/29/2013	S	17,300	D	\$ 5.51	1,960,117	I	see note 3 (3)
Class A common stock	08/29/2013	S	17,400	D	\$ 5.52	1,942,717	I	see note 3 (3)
Class A common stock	08/29/2013	S	800	D	\$ 5.54	1,941,917	I	see note 3 (3)
Class A common stock	08/30/2013	S	92,901	D	\$ 5.2	1,849,016	I	see note 3 (3)
Class A common stock	08/30/2013	S	6,199	D	\$ 5.21	1,842,817	I	see note 3 (3)
Class A common stock	08/30/2013	S	900	D	\$ 5.22	1,841,917	I	see note 3 (3)
Class A common stock	08/30/2013	S	2,100	D	\$ 5.3	1,839,817	I	see note 3 (3)
Class A common stock	08/30/2013	S	19,606	D	\$ 5.31	1,820,211	I	see note 3 (3)
Class A common stock	08/30/2013	S	100	D	\$ 5.32	1,820,111	I	see note 3 (3)
Class A common stock	08/30/2013	S	1,628	D	\$ 5.45	1,818,483	I	see note 3

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

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(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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Relationships

#### Reporting Owner Name / Address

Director    10%  
Owner    Officer    Other

WILKINSON PHILIP C  
2425 OLYMPIC BOULEVARD, SUITE 6000 WEST  
SANTA MONICA, CA 90404

X

## Signatures

/s/ Marissa de la Rosa by power of attorney for Philip  
C. Wilkinson

09/03/2013

\*\*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) Transaction represents the conversion of 1,820,000 shares of Class B common stock into 1,820,000 shares of Class A common stock.

Consists of 2,291,657 shares of Class B common stock held by The Wilkinson Family Trust DTD 6-02-88, 1,174,717 shares of Class B common stock held by the reporting person and 536,048 shares of Class B common stock held by The 1994 Wilkinson Children's Gift Trust.

(3) The Wilkinson Family Trust DTD 6-2-88.

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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