GAIAM, INC Form 4 January 05, 2015

### FORM 4

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

Check this box if no longer subject to Section 16.

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

P OF Expires: Salida
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**OMB APPROVAL** 

3235-0287

January 31,

2005

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Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Sutherland Paul Howard			Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol GAIAM, INC [GAIA]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check all applicable)				
833 WEST SOUTH BOULDER ROAD			(Month/D	(Month/Day/Year) 12/31/2014					_X_ Director 10% Owner Officer (give title below) Other (specify below)			
(Street)			4. If Ame	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
LOUISVILLE, CO 80027			Filed(Mor	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)												
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Yo	ear) Execut any	emed ion Date, if //Day/Year)	Code (Instr. 8)	4. SecurionAcquirectoisposecto (Instr. 3,	l (A) of (E) 4 and (A) or	<b>)</b> )	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Class A Common Stock	12/31/2014			A	3,506	A	<u>(1)</u>	8,279	D (2)			
Class A Common Stock								21,042	I (3)	By trust		
Class A Common Stock								5,900	I (4)	By FIMgroup		
Class A Common								4,000	I (4)	By FIMgroup		

Stock 401(k) Plan

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

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9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price o Derivativ Security (Instr. 5)
			Code V	4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

### **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

> > 01/05/2015

Sutherland Paul Howard 833 WEST SOUTH BOULDER ROAD X LOUISVILLE, CO 80027

#### **Signatures**

John R. Jackson Attorney-In-Fact for Paul H. Sutherland

> \*\*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) Issued in consideration for director services.
- (2) The reporting person jointly owns with his son 150 shares of Gaiam, Inc. Class A Common Stock reported herein.
- Revocable trust for which the reporting person serves as the trustee and the beneficiaries of which include members of the reporting person's immediate family.

**(4)** 

Reporting Owners 2

#### Edgar Filing: GAIAM, INC - Form 4

The reporting person disclaims beneficial ownership of these securities except to the extent his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or for any other purpose

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.