Support.com, Inc. Form 3 May 21, 2014

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

**OMB APPROVAL** 

**OMB** Number:

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... 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 \*

A Cholawsky Elizabeth

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

05/16/2014

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Support.com, Inc. [SPRT]

Person(s) to Issuer

4. Relationship of Reporting

(Check all applicable)

President & CEO

5. If Amendment, Date Original

Filed(Month/Day/Year)

900 CHESAPEAKE DR, 2ND **FLOOR** 

(Street)

Director \_X\_\_ Officer

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

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

**REDWOOD** CITY, CAÂ 94063

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form: Direct (D)

or Indirect (I) (Instr. 5)

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

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

SEC 1473 (7-02)

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

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)

Conversion or Exercise Price of Derivative

4.

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Date Exercisable

Expiration Date

Title

Amount or Number of Shares

Security

Security: Direct (D) or Indirect

(I)

						(Instr. 5)	
Restricted Stock Units	(1)	(5)	Common Stock	218,752	\$ 0	D	Â
Non-Qualified Stock Options	(2)	05/16/2024	Common Stock	150,000	\$ 2.21	D	Â
Non-Qualified Stock Options	(3)	05/16/2024	Common Stock	300,000	\$ 2.21	D	Â
Non-Qualified Stock Options	(4)	05/16/2024	Common Stock	300,000	\$ 2.21	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Cholawsky Elizabeth 900 CHESAPEAKE DR, 2ND FLOOR REDWOOD CITY, CA 94063	Â	Â	President & CEO	Â		

## **Signatures**

/s/ Greg Wrenn, by power of attorney 05/21/2014

\*\*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) 1/4th of the shares subject to the grant shall vest on each anniversary of the grant date over four years, through May 16, 2018.
- 1/4th of the shares subject to the grant shall vest on the first anniversary of the grant date, and 1/48th of the shares subject to the grant shall vest on each monthly anniversary thereafter over the next three years through May 16, 2018. The grant shall only be exercisable, to the extent vested, following the date as of which the fair market value of the Company's common stock has first equaled or exceeded \$4.00 for 20 consecutive trading days.
- 1/4th of the shares subject to the grant shall vest on the first anniversary of the grant date, and 1/48th of the shares subject to the grant shall vest on each monthly anniversary thereafter over the next three years through May 16, 2018. The grant shall only be exercisable, to the extent vested, following the date as of which the fair market value of the Company's common stock has first equaled or exceeded \$6.25 for 20 consecutive trading days.
- 1/4th of the shares subject to the grant shall vest on the first anniversary of the grant date, and 1/48th of the shares subject to the grant shall vest on each monthly anniversary thereafter over the next three years through May 16, 2018. The grant shall only be exercisable, to the extent vested, following the date as of which the fair market value of the Company's common stock has first equaled or exceeded \$9.75 for 20 consecutive trading days.
- (5) Not applicable

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.

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