

COUPONS.com Inc
Form 4
November 14, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Boal Steven R.

(Last) (First) (Middle)

C/O COUPONS.COM
INCORPORATED, 400 LOGUE
AVENUE

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COUPONS.com Inc [COUP]

3. Date of Earliest Transaction
(Month/Day/Year)
11/14/2014

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)
President and CEO

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 Ownership (Instr. 4)
				Code	V	Amount			
Common Stock	11/14/2014	11/14/2014	P		100	A	\$ 15.93 1,357,669	D	
Common Stock	11/14/2014	11/14/2014	P		834	A	\$ 15.91 1,358,503	D	
Common Stock	11/14/2014	11/14/2014	P		200	A	\$ 15.97 1,358,703	D	
Common Stock	11/14/2014	11/14/2014	P		532	A	\$ 15.94 1,359,235	D	
Common Stock	11/14/2014	11/14/2014	P		900	A	\$ 15.95 1,360,135	D	

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Common Stock	11/14/2014	11/14/2014	P	7,134	A	\$ 15.979	1,367,269	D	
Common Stock	11/14/2014	11/14/2014	P	300	A	\$ 15.96	1,367,569	D	
Common Stock							3,861,560	I	By Family Trust ⁽¹⁾
Common Stock							500,000	I	By Wife Trust ⁽²⁾
Common Stock							500,000	I	By Trust ⁽³⁾
Common Stock							3,237	I	By Child Trust ⁽⁴⁾
Common Stock							3,237	I	By Child Trust ⁽⁵⁾
Common Stock							3,237	I	By Child Trust ⁽⁶⁾

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. 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. Number of Derivative Securities Beneficially Owned (Instr. 6)
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						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Boal Steven R.
C/O COUPONS.COM INCORPORATED X X President and CEO
400 LOGUE AVENUE
MOUNTAIN VIEW, CA 94043

Signatures

Richard Hornstein Atty-in-Fact for Steven R. Boal 11/14/2014

__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) Since the reporting person's last report, 3,861,560 shares have been contributed to the SMSEJ Family Trust dated July 18, 2005.
- (2) The shares are held by Steven R. Boal TTEE of the Michele L Boal Annuity Trust dated December 6, 2013.
- (3) The shares are held by Steven R. Boal TTEE of the Steven R. Boal Annuity Trust dated December 6, 2013.
- (4) The shares are held directly by Stuart Shiff TTEE of the EBB 2011 Trust dated September 23, 2011.
- (5) The shares are held directly by Stuart Shiff TTEE of the JMB 2011 Trust dated September 23, 2011.
- (6) The shares are held directly by Stuart Shiff TTEE of the SEB 2011 Trust dated September 23, 2011.

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.