

ENTRAVISION COMMUNICATIONS CORP

Form 4

August 28, 2013

FORM 4

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

OMB APPROVAL

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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 *
ZEVNIK PAUL A

(Last) (First) (Middle)

2425 OLYMPIC BLVD., 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)
08/26/2013

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Class A common stock | 08/26/2013 | | S | 3,910 D | \$ 5.62 0 ⁽¹⁾ | D | |
| Class B common stock | 08/26/2013 | | J ⁽²⁾ | 62,283 D | \$ 0 3,938,248 ⁽³⁾ | I | see note (3) ⁽³⁾ |
| Class A common stock | 08/26/2013 | | J ⁽²⁾ | 62,283 A | \$ 0 62,283 ⁽¹⁾ | I | see note (4) ⁽⁴⁾ |

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| | | | | | | | | |
|----------------------|------------|---|--------|---|---------|-----------------------|---|-----------------------------|
| Class A common stock | 08/26/2013 | S | 10,000 | D | \$ 5.7 | 52,283 ⁽¹⁾ | I | see note (4) ⁽⁴⁾ |
| Class A common stock | 08/26/2013 | S | 23,518 | D | \$ 5.75 | 28,765 ⁽¹⁾ | I | see note (4) ⁽⁴⁾ |
| Class A common stock | 08/26/2013 | S | 2,100 | D | \$ 5.76 | 26,665 ⁽¹⁾ | I | see note (4) ⁽⁴⁾ |
| Class A common stock | 08/26/2013 | S | 7,182 | D | \$ 5.77 | 19,483 ⁽¹⁾ | I | see note (4) ⁽⁴⁾ |
| Class A common stock | 08/26/2013 | S | 8,200 | D | \$ 5.78 | 11,283 ⁽¹⁾ | I | see note (4) ⁽⁴⁾ |
| Class A common stock | 08/26/2013 | S | 6,383 | D | \$ 5.79 | 4,900 ⁽¹⁾ | I | see note (4) ⁽⁴⁾ |
| Class A common stock | 08/26/2013 | S | 4,900 | D | \$ 5.8 | 0 ⁽¹⁾ | I | see note (4) ⁽⁴⁾ |

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

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.

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

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ZEVNIK PAUL A 2425 OLYMPIC BLVD., SUITE 6000 WEST SANTA MONICA, CA 90404 | X | | | |

Signatures

/s/ Marissa de la Rosa, by power of attorney for Paul A. Zevnik

08/28/2013

__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) The reporting person also has direct beneficial ownership of 16,000 restricted stock units and indirect beneficial ownership of 10,000 restricted stock units held by The Zevnik Charitable Foundation.
- (2) Transaction represents the conversion of 62,283 shares of Class B common stock into 62,283 shares of Class A common stock.
- (3) Consists of 3,137,582 shares of Class B common stock. The reporting person also has indirect beneficial ownership of 800,666 shares of Class B common stock held by The Paul A. Zevnik Irrevocable Trust of 1996.
- (4) The Zevnik Family LLC.

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.