Edgar Filing: MULLEN DAVID B - Form 4

MULLEN D. Form 4											
WashingtonCheck this boxWashingtonif no longerSTATEMENT OF CHANGES INsubject toSTATEMENT OF CHANGES INSection 16.SECUIForm 4 orFiled pursuant to Section 16(a) of thForm 5Filed pursuant to Section 16(a) of thobligationsSection 17(a) of the Public Utility Hold					AND EXCHANGE COMMISSION n, D.C. 20549 N BENEFICIAL OWNERSHIP OF RITIES the Securities Exchange Act of 1934, olding Company Act of 1935 or Section at Company Act of 1940				OMB APPROVAL OMB 3235-0287 Number: January 31, Expires: 2005 Estimated average burden hours per response 0.5		
(Print or Type R	Responses)										
MULLEN DAVID B Symbol			er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 3. Date of (Month/D 200 W. MADISON, SUITE 3100 11/08/20 (Street) 4. If Amer			of Earliest Transaction /Day/Year) /2017			X Director	_X Officer (give title Other (specify				
			endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
CHICAGO,	IL 60606								lore than One Re		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Se	curiti	es Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	med on Date, if Day/Year)	3. Transactio Code (Instr. 8) Code V	4. Securitie on(A) or Disp (Instr. 3, 4) Amount	osed o	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	11/08/2017			А	100,000 (1)	А	<u>(2)</u>	481,215 <u>(3)</u>	D		

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.

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

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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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				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			
MULLEN DAVID B 200 W. MADISON, SUITE 3100 CHICAGO, IL 60606	Х		CFO				
Signatures							
Corrine N. Taylor, Attorney-in-fact	11/1	3/2017					

<u>**</u>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).

Award of time-vesting restricted stock pursuant to 1999 Stock Incentive Plan, subject to continuing employment. The Award was (1) approved by the Board of Directors of the issuer for purposes of 16b-3 and includes a tax withholding feature. The award will vest in 16

- equal quarterly increments beginning on November 30, 2017 until fully vested.
- (2) Not Applicable

(3) Includes 1500 shares of Common Stock acquired on 9/30/2017 through the Mattersight Corporation 1999 Employee Stock Purchase Plan.

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.