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Brown Joel ' Form 4 February 17											
FORM			FOUDIT				NCEO	OMMERION		PROVAL	
UNITED STATES			SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549						OMB Number:	3235-0287	
Check th if no lon subject to Section Form 4 c Form 5	ger o STATEM 16. or Filed pur	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								January 31Expires:200Estimated averageburden hours perresponse0.	
obligatio may con <i>See</i> Instr 1(b). (Print or Type	tinue. Section 17(a		blic Utilit f the Inves	•	•	-	•	1935 or Section	1		
1. Name and A Brown Joel	Address of Reporting 1 T.	S	2. Issuer Na ymbol OPENTAE				0	5. Relationship of Issuer			
(Last) (First) (Middle) 3 (I			3. Date of Earliest Transaction (Month/Day/Year) 02/12/2010					(Check all applicable) <u> </u>			
	(Street) NCISCO, CA 9410	F	. If Amendn ïiled(Month/I		-	al		6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by M Person	ne Reporting Per	rson	
(City)	(State)	(Zip)	Table I -	· Non-I	Derivative	Secu	rities Acqu	iired, Disposed of,	or Beneficial	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock, \$0.0001 par value	02/12/2010		Ν		8,000	A	\$ 4.875	8,000	D		
Common Stock, \$0.0001 par value	02/12/2010		S <u>:</u>	(1)	8,000	D	\$ 30.626 (2)	0	D		
Common Stock, \$0.0001	02/12/2010		S <u>(</u>	(1)	6,000	D	\$ 30.638 (3)	175,599 <u>(4)</u>	Ι	By Trust	

par value

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)

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. Number on f 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. I Der Sec (Int
				Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 4.875	02/12/2010		М	8,000	(6)	02/04/2017	Common Stock	8,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Brown Joel T.						
C/O OPENTABLE, INC.			SVP,			
799 MARKET STREET, FOURTH FLOOR			Operations			
SAN FRANCISCO, CA 94103-2048						
• • •						

Signatures

/s/ Joel T. 02/16/2010 Brown

<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).

(1)

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The sale reported in the Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 11, 2009.

- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$30.50 to \$30.85, inclusive.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from 30.60 to 30.78, inclusive.
- (4) A portion of these shares is subject to a right of repurchase held by the Issuer.
- (5) These shares are held by the Joel T. Brown and Lorraine D. Brown, or their Successor(s), Trustees UTA dated October 27, 1998.

The original option was for 120,000 shares, 32,000 of which were immediately exercisable. The shares vest pursuant to the following schedule: 3,000 of the shares subject to the option vest monthly from February 20, 2007 through August 19, 2007 and 2,333 of the shares

(6) subject to the option vest monthly from August 20, 2007 through August 19, 2010 and 3,000 of the shares subject to the option vest monthly from August 20, 2010 through February 19, 2011, subject to the Reporting Person's continued employment or service relationship with the Issuer on each of the vesting dates.

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.