

Carrera Mario M.
Form 4
August 10, 2017

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 *
Carrera Mario M.

2. Issuer Name and Ticker or Trading Symbol
ENTRAVISION
COMMUNICATIONS CORP
[NYSE:EVC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
 Officer (give title below) ____ Other (specify below)
Chief Revenue Officer

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
08/08/2017

2425 OLYMPIC BOULEVARD
SUITE 6000W

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

SANTA MONICA, CA 90404

(City) (State) (Zip)

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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Class A Common Stock	08/08/2017		M ⁽¹⁾	99,000	A	\$ 1.92	231,762 ⁽²⁾ D
Class A Common Stock	08/08/2017		M ⁽¹⁾	12,957	A	\$ 1.67	244,719 ⁽²⁾ D
Class A Common Stock	08/08/2017		F ⁽¹⁾	59,608	D	\$ 6.05	185,111 ⁽²⁾ D

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Class A Common Stock	08/09/2017	D ⁽¹⁾	48,957	D	\$ 5.9	136,154 ⁽²⁾	D
Class A Common Stock	08/09/2017	D ⁽¹⁾	2,232	D	\$ 5.925	133,922 ⁽²⁾	D
Class A Common Stock	08/09/2017	D ⁽¹⁾	337	D	\$ 5.95	133,585 ⁽²⁾	D
Class A Common Stock	08/09/2017	D ⁽¹⁾	823	D	\$ 6	132,762 ⁽²⁾	D

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

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock option (right to buy)	\$ 1.92	08/08/2017		M	33,000 <u>(1)</u>	01/01/2015 02/21/2023		Class A common stock	33,000
Stock option (right to buy)	\$ 1.92	08/08/2017		M	33,000 <u>(1)</u>	01/01/2016 02/21/2023		Class A common stock	33,000
Stock option (right to buy)	\$ 1.92	08/08/2017		M	33,000 <u>(1)</u>	01/01/2017 02/21/2023		Class A common stock	33,000
Stock option	\$ 1.67	08/08/2017		M	12,957 <u>(1)</u>	01/01/2016 04/04/2022		Class A common	12,957

(right to
buy)

stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carrera Mario M. 2425 OLYMPIC BOULEVARD SUITE 6000W SANTA MONICA, CA 90404			Chief Revenue Officer	

Signatures

/s/ Mark A. Boelke, by power of attorney for Mario M.
Carrera

08/10/2017

__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) Transaction represents an exercise of stock options, a withholding of Class A common stock to satisfy option exercise costs and tax withholding obligations, and the sale of the remaining shares of Class A common stock.
- (2) Includes 61,000 restricted stock units.

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.