## Edgar Filing: BERNS STEVEN - Form 4

**BERNS STEVEN** 

Form 4 March 05, 20	)18											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL			
	UNITED	STATES				ND EX( D.C. 20)		NGE C	OMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 o	F CHANGES IN BENEFICIAL OWNERSHI SECURITIES							Expires: January 3 20 Estimated average burden hours per response				
Form 5 obligation may cont See Instru 1(b).	inue. Section 17	(a) of the		tility He	old	ing Con	ipany	Act of	e Act of 1934, 7 1935 or Section 0	1		
(Print or Type F	Responses)											
BERNS STEVEN Symbol				er Name <b>and</b> Ticker or Trading					5. Relationship of Reporting Person(s) to Issuer			
				Shutterstock, Inc. [SSTK]					(Check all applicable)			
									Director X Officer (give below)	ve title 10% Owner below) COO and CFO		
				endment, Date Original nth/Day/Year)					<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>			
NEW YOR	K, NY 10118								Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Nor	1-De	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	) Executio any		3. Transac Code (Instr. 8	ction 8)	4. Securit n(A) or Di (Instr. 3, -	ies Ao sposeo	cquired d 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)	7. Nature of	
Common Stock	03/01/2018			F <u>(1)</u>		2,576	A	\$ 49.42	66,074	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. Transact Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	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						
r g ta ta ta ta ta ta	Director	10% Owner	Officer	Other			
BERNS STEVEN C/O SHUTTERSTOCK, INC. 350 FIFTH AVENUE, 21ST FLOOR NEW YORK, NY 10118			COO and CFO				
Signatures							
/s/ Heidi Garfield, Attorney-in-Fact	03/05/2	018					
**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) Represents shares withheld by the Company to satisfy tax withholding obligations that arose upon the vesting of Mr. Berns' 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.