

GAIAM, INC  
 Form 3  
 July 06, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *          |         |          | 2. Date of Event Requiring Statement<br>(Month/Day/Year) | 3. Issuer Name and Ticker or Trading Symbol   | 5. If Amendment, Date Original Filed(Month/Day/Year)  |
| (Last)   | (First) | (Middle) | 07/01/2016   | GAIAM, INC [GAIA]   |   |
| C/O GAIA, INC., 833 W. SOUTH BOULDER ROAD, BLDG. G |         |          |  | (Check all applicable)  |   |
| (Street)   |         |          |  | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
| LOUISVILLE, CO 80027-2452                          |         |          |  | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below)<br>President and COO |   |
| (City)   | (State) | (Zip)    |  |   |   |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Class A Common Stock               | 6,000  | D   | 8  |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4)<br>Title | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|---|---|---|--|
|---|---|---|---|---|--|

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|                                      | Date Exercisable | Expiration Date |                      | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |   |
|--------------------------------------|------------------|-----------------|----------------------|----------------------------|----------|---------------------------------------|---|
| Employee Stock Option (right to buy) | Â (1)            | 10/30/2023      | Class A Common Stock | 25,000                     | \$ 6.18  | D                                     | Â |
| Employee Stock Option (right to buy) | Â (2)            | 11/04/2024      | Class A Common Stock | 50,000                     | \$ 7.71  | D                                     | Â |
| Employee Stock Option (right to buy) | Â (3)            | 06/02/2025      | Class A Common Stock | 15,000                     | \$ 5     | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                     |       |
|--|---------------|-----------|---------------------|-------|
|  | Director      | 10% Owner | Officer             | Other |
| Warkins Brad<br>C/O GAIA, INC.,<br>833 W. SOUTH BOULDER ROAD, BLDG. G<br>LOUISVILLE,Â COÂ 80027-2452 | Â             | Â         | Â President and COO | Â     |

## Signatures

/s/ Paul C. Tarell, Jr. Attorney-In-Fact for Brad Warkins 07/06/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Stock option provides for vesting and exercisability of 2% per month for 50 months commencing September 1, 2014.
- (2) Stock option provides for vesting and exercisability of 2% per month for 50 months commencing December 1, 2014.
- (3) The stock option was originally granted on January 15, 2009, extended on June 2, 2015, and originally provided for vesting and exercisability of 2% per month for 50 months commencing February 1, 2009. The stock option is fully vested.

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### Remarks:

ExhibitÂ List:Â Â ExhibitÂ 24Â PowerÂ ofÂ Attorney

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.