

KIRKLAND'S, INC
Form 4
March 05, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Alderson Robert E

(Last) (First) (Middle)

C/O KIRKLAND'S, INC., 5310
MARYLAND WAY

(Street)

BRENTWOOD, TN 37027

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
KIRKLAND'S, INC [KIRK]

3. Date of Earliest Transaction
(Month/Day/Year)
03/03/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---------|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock | 03/03/2015 | | M | | 45,593 | A | \$ 2.03 | 677,654 | D |
| Common Stock | 03/03/2015 | | M | | 10,289 | A | \$ 8.9 | 687,943 | D |
| Common Stock | 03/03/2015 | | M | | 22,499 | A | \$ 6.54 | 710,442 | D |
| Common Stock | 03/03/2015 | | M | | 33,206 | A | \$ 8.9 | 743,648 | D |
| Common Stock | 03/03/2015 | | M | | 3,628 | A | \$ 19.06 | 747,276 | D |

Edgar Filing: KIRKLAND'S, INC - Form 4

| | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|---|
| Common Stock | 03/03/2015 | M | 6,743 | A | \$ 12.33 | 754,019 | D |
| Common Stock | 03/03/2015 | M | 10,675 | A | \$ 10.93 | 764,694 | D |
| Common Stock | 03/03/2015 | M | 2,281 | A | \$ 15.79 | 766,975 | D |
| Common Stock | 03/03/2015 | M | 3,168 | A | \$ 18.46 | 770,143 | 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.

SEC 1474
(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Option(right to buy) | \$ 2.03 | 03/03/2015 | | M | 45,593 | <u>(1)</u> 07/25/2018 | Common Stock 45,593 |
| Stock Option(right to buy) | \$ 2.03 | 03/03/2015 | | F | 4,407 | <u>(1)</u> 07/25/2018 | Common Stock 4,407 |
| Stock Option(right to buy) | \$ 8.9 | 03/03/2015 | | M | 10,289 | <u>(2)</u> 06/08/2019 | Common Stock 10,289 |
| Stock Option(right to buy) | \$ 8.9 | 03/03/2015 | | F | 6,480 | <u>(2)</u> 06/08/2019 | Common Stock 6,480 |
| Stock Option(right to buy) | \$ 6.54 | 03/03/2015 | | M | 22,499 | <u>(3)</u> 05/09/2016 | Common Stock 22,499 |
| Stock Option(right to buy) | \$ 6.54 | 03/03/2015 | | F | 27,501 | <u>(3)</u> 05/09/2016 | Common Stock 27,501 |

to buy)

| | | | | | | | | |
|----------------------------|----------|------------|---|--------|------------|------------|--------------|--------|
| Stock Option(right to buy) | \$ 8.9 | 03/03/2015 | M | 33,206 | <u>(2)</u> | 06/08/2019 | Common Stock | 33,206 |
| Stock Option(right to buy) | \$ 8.9 | 03/03/2015 | F | 60,025 | <u>(2)</u> | 06/08/2019 | Common Stock | 60,025 |
| Stock Option(right to buy) | \$ 19.06 | 03/03/2015 | M | 3,628 | <u>(4)</u> | 06/08/2020 | Common Stock | 3,628 |
| Stock Option(right to buy) | \$ 19.06 | 03/03/2015 | F | 32,622 | <u>(4)</u> | 06/08/2020 | Common Stock | 32,622 |
| Stock Option(right to buy) | \$ 12.33 | 03/03/2015 | M | 6,743 | <u>(5)</u> | 06/01/2021 | Common Stock | 6,743 |
| Stock Option(right to buy) | \$ 12.33 | 03/03/2015 | F | 18,257 | <u>(5)</u> | 06/01/2021 | Common Stock | 18,257 |
| Stock Option(right to buy) | \$ 10.93 | 03/03/2015 | M | 10,675 | <u>(6)</u> | 05/30/2022 | Common Stock | 10,675 |
| Stock Option(right to buy) | \$ 10.93 | 03/03/2015 | F | 24,325 | <u>(6)</u> | 05/30/2022 | Common Stock | 24,325 |
| Stock Option(right to buy) | \$ 15.79 | 03/03/2015 | M | 2,281 | <u>(7)</u> | 06/04/2023 | Common Stock | 2,281 |
| Stock Option(right to buy) | \$ 15.79 | 03/03/2015 | F | 10,219 | <u>(7)</u> | 06/04/2023 | Common Stock | 10,219 |
| Stock Option(right to buy) | \$ 18.46 | 03/03/2015 | M | 3,168 | <u>(8)</u> | 06/12/2024 | Common Stock | 3,168 |
| Stock Option(right to buy) | \$ 18.46 | 03/03/2015 | F | 24,332 | <u>(8)</u> | 06/12/2024 | Common Stock | 24,332 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| | X | | | |

Alderson Robert E
C/O KIRKLAND'S, INC.
5310 MARYLAND WAY
BRENTWOOD, TN 37027

Signatures

/s/ Adam Holland, Attorney In Fact for Robert E.
Alderson

03/05/2015

__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) These options became exercisable as to 33.33% of such shares on July 25, 2009 and as to 8.33% of such shares at the end of the next eight calendar quarters.
- (2) These options became exercisable as to 50% of such shares on June 8, 2010 and as to 12.5% of such shares at the end of the next four calendar quarters.
- (3) These options became exercisable as to 33.33% of such shares on May 09, 2007 and as to 8.33% of such shares at the end of the next eight calendar quarters.
- (4) These options became exercisable as to 25% of such shares on June 8, 2011 and as to 6.25% per quarter for the next three years.
- (5) These options became exercisable as to 25% of such shares on June 1, 2012 and as to 6.25% per quarter for the next three years. Vesting of the unvested options was accelerated upon the reporting person's retirement.
- (6) These options became exercisable as to 25% of such shares on May 30, 2013 and as to 6.25% per quarter for the next three years. Vesting of the unvested options was accelerated upon the reporting person's retirement.
- (7) These options became exercisable as to 25% of such shares on June 4, 2014 and as to 6.25% per quarter for the next three years. Vesting of the unvested options was accelerated upon the reporting person's retirement.
- (8) These options became exercisable as to 25% of such shares on June 12, 2015 and as to 6.25% per quarter for the next three years. Vesting of the unvested options was accelerated upon the reporting person's retirement.

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.