MusclePharm Corp Form 4 October 14, 2015

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

3235-0287 Number: January 31, Expires:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

may continue.

See Instruction

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)

Gregory Cory J Symbol Issuer  MusclePharm Corp [MSLP] (Check all applicable)	
(Last) (First) (Middle) 3. Date of Earliest Transaction	
(Month/Day/Year)  4721 IRONTON STREET, 10/08/2015  BUILDING A  (Month/Day/Year)	
(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Che Filed(Month/Day/Year)  Applicable Line)  _X_ Form filed by One Reporting Person	eck
DENVER, CO 80239  Form filed by One Reporting Person Form filed by More than One Reporting Person	ıg

	(City)	(State) (A	Table	I - Non-De	erivative S	ecuriti	ies Acq	puired, Disposed o	of, or Beneficial	ly Owned
1	.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Acc	quired	5. Amount of	6. Ownership	7. Nature of
5	Security	(Month/Day/Year)	Execution Date, if	Transactio	n(A) or Dis	sposed	of	Securities	Form: Direct	Indirect
(	Instr. 3)		any	Code	(D)			Beneficially	(D) or	Beneficial
			(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	and 5	)	Owned	Indirect (I)	Ownership
								Following	(Instr. 4)	(Instr. 4)
						(4)		Reported		
						(A)		Transaction(s)		
				Codo V	Amount	or (D)	Price	(Instr. 3 and 4)		
	~			Code V	Amount	(D)	Price			
	Common Stock	10/08/2015		<b>J</b> (1)	80,000	D	<u>(1)</u>	268,330	D	
	SIOCK				(-)					

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

#### Edgar Filing: MusclePharm Corp - Form 4

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. :	3 and 4)		Owne
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				~					of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
F	Director	10% Owner	Officer	Other			
Gregory Cory J			Executive				
4721 IRONTON STREET, BUILDING A			Vice				
DENVER, CO 80239			President				

# **Signatures**

/s/ Cory J. Gregory	10/14/2015
**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) On October 8, 2015, the Reporting Person was informed of his forfeiture of the shares pursuant to a Loan and Pledge Agreement dated December 5, 2013 (the "Pledge Agreement"), in accordance with the terms and conditions of such Pledge Agreement.

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.

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