

Chen Tian Qiao  
Form 4  
July 27, 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 \*  
Chen Tian Qiao

2. Issuer Name and Ticker or Trading Symbol  
LEGG MASON, INC. [LM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
07/25/2017

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

8 STEVENS ROAD,

(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

SINGAPORE, U0 257819

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock <sup>(1)</sup>	07/25/2017		A		3,041	A	\$ 0
Common Stock					5,567,653	I	

See Footnote <sup>(2)</sup>

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

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SEC 1474 (9-02)

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**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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chen Tian Qiao 8 STEVENS ROAD SINGAPORE, U0 257819	X			
Shanda Media LTD NO. 1 OFFICE BUILDING, NO. 690 PUDONG, NEW AREA SHANGHAI, F4 201203	X			
Shanda Investment Group Ltd FIRST REGISTER OFFICE WOODBOURNE HALL, ROAD TOWN TORTOLA, D8 00000	X			
Shanda Technology Overseas Capital Co. REGISTERED OFFICE, CRICKET SQUARE HUTCHINS DRIVE, PO BOX 2681 GRAND CAYMAN, E9 KY1-1111	X			
Shanda Asset Management Investment Ltd 8 STEVENS ROAD SINGAPORE, U0 257819	X			

## Signatures

/s/ Tianqiao Chen	07/27/2017
**Signature of Reporting Person	Date
/s/ Tianqiao Chen, Director of Shanda Media Limited	07/27/2017
**Signature of Reporting Person	Date

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/s/ Tianqiao Chen, Director of Shanda Investment Group Limited	07/27/2017
**Signature of Reporting Person	Date
/s/ Tianqiao Chen, Director of Shanda Technology Overseas Capital Company Limited	07/27/2017
**Signature of Reporting Person	Date
/s/ Tianqiao Chen, Director of Shanda Asset Management Investment Limited	07/27/2017
**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) Common Stock granted pursuant to and under the conditions of the Legg Mason, Inc. Non-Employee Director Equity Plan, as amended. See Appendix A to the definitive proxy statement for Legg Mason, Inc.'s 2013 Annual Meeting of Stockholders.  
These shares of Common Stock are directly held by Shanda Asset Management Investment Limited. Mr. Tianqiao Chen is the sole shareholder of Shanda Media Limited. Shanda Media Limited owns 70% of all outstanding and issued shares of Shanda Investment Group Limited which is the sole shareholder of Shanda Technology Overseas Capital Company Limited. Shanda Technology Overseas Capital Company Limited is the sole shareholder of Shanda Asset Management Investment Limited.
- (2)

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.