

ENTRAVISION COMMUNICATIONS CORP  
 Form 4  
 March 12, 2015

**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 \*  
**WILKINSON PHILIP C**

(Last) (First) (Middle)

2425 OLYMPIC BOULEVARD,  
 SUITE 6000 WEST

(Street)

SANTA MONICA, CA 90404

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**ENTRAVISION COMMUNICATIONS CORP [NYSE:EVC]**

3. Date of Earliest Transaction (Month/Day/Year)  
 03/10/2015

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 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                             |
| Class A common stock            | 03/10/2015                           |  | M <sup>(1)</sup>               |   | 50,000  | A  | \$ 4.83                           |
| Class A common stock            | 03/10/2015                           |  | S                              |   | 300   | D  | \$ 6.41                           |
| Class A common stock            | 03/10/2015                           |  | S                              |   | 7,480   | D  | \$ 6.42                           |

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|                            |            |   |        |   |            |                      |   |
|----------------------------|------------|---|--------|---|------------|----------------------|---|
| Class A<br>common<br>stock | 03/10/2015 | S | 10,796 | D | \$<br>6.43 | 1,214,024 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 9,152  | D | \$<br>6.44 | 1,204,872 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 8,403  | D | \$<br>6.45 | 1,196,469 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 2,548  | D | \$<br>6.46 | 1,193,921 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 4,604  | D | \$<br>6.47 | 1,189,317 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 2,400  | D | \$<br>6.49 | 1,186,917 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 3,500  | D | \$ 6.5     | 1,183,417 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 2,300  | D | \$<br>6.51 | 1,181,117 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 2,500  | D | \$<br>6.52 | 1,178,617 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 700    | D | \$<br>6.63 | 1,177,917 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 700    | D | \$<br>6.66 | 1,177,217 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 1,200  | D | \$<br>6.67 | 1,176,017 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 1,000  | D | \$<br>6.68 | 1,175,017 <u>(2)</u> | D |
| Class A<br>common<br>stock | 03/10/2015 | S | 200    | D | \$ 6.7     | 1,174,817 <u>(2)</u> | D |
| Class A<br>common          | 03/10/2015 | S | 100    | D | \$<br>6.77 | 1,174,717 <u>(3)</u> | D |

stock

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

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(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) |                      |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V   | (A)                  | (D)                        |
| Stock option (right to buy)                | \$ 4.83  | 03/10/2015                           |  | M <sup>(1)</sup>               | 50,000  | 05/31/2014   | 05/31/2024  | Class A common stock | 50,000                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| WILKINSON PHILIP C<br>2425 OLYMPIC BOULEVARD, SUITE 6000 WEST<br>SANTA MONICA, CA 90404 | X             |           |         |       |

## Signatures

/s/ Mark Boelke by power of attorney for Philip C. Wilkinson

03/11/2015

\*\*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) Represents an exercise of stock options.

(2) The reporting person also has indirect beneficial ownership of 2,827,705 shares of Class A common stock (consisting of 91,657 shares of Class A common stock held indirectly by The Wilkinson Family Trust DTD 6-2-88, 536,048 shares of Class A common stock held indirectly by The Wilkinson Children's Gift Trust and 2,200,000 shares of Class A common stock held indirectly by The Wendy

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Kruidenier By-Pass Trust).

- (3) The reporting person also has indirect beneficial ownership of 2,827,705 shares of Class A common stock (consisting of 91,657 shares of Class A common stock held indirectly by The Wilkinson Family Trust DTD 6-2-88, 536,048 shares of Class A common stock held indirectly by The Wilkinson Children's Gift Trust and 2,200,000 shares of Class A common stock held indirectly by The Wendy Kruidenier By-Pass Trust), for a total of 4,002,422 shares of Class A common stock beneficially held by the reporting person.

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.