Professional Diversity Network, Inc.

Form 4

December 09, 2014

FORM	, 1	STATES					NGE (COMMISSION		PPROVAL 3235-0287		
if no long subject to Section 10 Form 4 or Form 5 obligation may conti	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction See Instruction Washington, D.C. 20549 Number: Expires: STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: Expires: SEQURITIES SECURITIES Danuary 31, 2005 Estimated average burden hours per response 0.5											
(Print or Type R	esponses)											
Kirsch James R Sym Pro			Symbol	Name and bonal Dive				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Mont			3. Date of (Month/Da 12/08/20	•	nsaction			Director 10% Owner Officer (give title Other (specify below) Chief Executive Officer				
			nendment, Date Original Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any		3. Transactic Code (Instr. 8)	Disposed (Instr. 3,	l (A) o l of (D))	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)		
Common Stock, par value \$0.01	12/08/2014			P	500	A	\$ 4.9	1,060,966	D			
Common Stock, par value \$0.01								1,000	I	By daughter (1)		
Common Stock, par value \$0.01								1,000	I	By son (2)		

Common

By Stock, par 1,000 Ι daughter (3) value \$0.01

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.

> of 9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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)	4. Transaction Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivativ Security (Instr. 5)
			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Relationships Reporting Owner Name / Address

> Other Director 10% Owner Officer

Kirsch James R C/O PROFESSIONAL DIVERSITY NETWORK, INC. 801 W. ADAMS STREET, SUITE 600 CHICAGO, IL 60607

Chief Executive Officer

Signatures

/s/ David Mecklenburger, 12/09/2014 Attorney-In-Fact

> **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 shares are held by the reporting person's daughter who shares the same household as the reporting person.
- (2) The reporting person has investment power over these securities which are held in an account for the reporting person's son.

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(3) The reporting person has investment power over these securities which are held in an account for the reporting person's daughter. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> 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.