SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| | Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

| OMB Number: | 3235-0287 | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
| Estimated average burden | | | | | | | | |
| hours per response: | 0.5 | | | | | | | |

| 1. Name and Address of Reporting Person [*] <u>PETERSCHMIDT DAVID</u> | | | 2. Issuer Name and Ticker or Trading Symbol Limelight Networks, Inc. [LLNW] | | ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner | | | |
|-----------------------------------------------------------------------------------|--------------|----------|---------------------------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------|--|--|
| | | | | ^ | | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 06/03/2020 | 1 | Officer (give title below) | Other (specify below) | | |
| C/O LIMELIGH | IT NETWORKS, | INC. | 00/03/2020 | | | | | |
| 1465 NORTH SCOTTSDALE ROAD, SUITE 400 | | | | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (Street) | | | | X | Form filed by One Re | porting Person | | |
| SCOTTSDALE | AZ | 85257 | | | Form filed by More the Person | an One Reporting | | |
| (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) | | Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5) | | i (A) or . 3, 4 and | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------|--------------------------------------------------------------|--------|------------------------|---------------------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------|----------|
| | | | Code | v | Amount | (A) or Price Transac | | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Common Stock | 06/03/2020 | | F ⁽¹⁾ | | 15,993 | D | \$5.01 | 145,564 | D | |
| Common Stock | 06/04/2020 | | A ⁽²⁾ | | 27,162 | A | \$0 ⁽³⁾ | 172,726 ⁽⁴⁾ | D | |
| Common Stock | 06/04/2020 | | S ⁽⁵⁾ | | 29,699 | D | \$4.8 ⁽⁶⁾ | 143,027(4) | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | (e.g., puts, cans, 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. Transa Code (8) | | of Expiration | | 6. Date Exerc Expiration Da (Month/Day/Y | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(S) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. The forfeiture reported in this row represents restricted stock units that were withheld by the Company solely for the purpose of satisfying tax obligations arising upon the automatic vesting of 45,692 restricted stock units.

2. The Reporting Person received an aggregate of 27,162 restricted stock units, which, if eligible, shall become fully vested and exercisable on the day prior to the Issuer's 2021 annual shareholder meeting (but in no event later than December 31, 2021), subject to Reporting Person's continued services to the Issuer through such date. Each restricted stock unit represents a contingent right to receive one (1) share of the Issuer's Common Stock.

3. \$0.00 is used for technical reasons as there is no price for this security until it vests in the case of RSUs, or until it is exercised in the case of stock options.

4. This includes 27,162 unvested restricted stock units.

5. Shares sold pursuant to 10b5-1 plan adopted on February 18, 2020.

6. Price reflected is the weighted-average sale price for shares sold. The shares were sold in multiple transactions, and the range of sale prices for the transactions reported was \$5.06 to \$5.20. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or any staff member of the Securities and Exchange Commission, upon request, information regarding the number of shares sold at each separate price.

Remarks:

Executed pursuant to the Limited Power of Attorney for Section 16 Reporting Obligations dated June 17, 2009.

 David Peterschmidt by: /s/

 James R. Todd, Attorney-in 06/05/2020

 Fact
 ** Signature of Reporting Person
 Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.