Edgar Filing: RAY RUSSELL T - Form 4

RAY RUSSE Form 4	LL T									
May 02, 2012	2									
FORM	4								PPROVAL	
		TIES AND EXCHANGE CO nington, D.C. 20549				OMB Number:	3235-0287			
Check this if no longe subject to Section 16	GES IN BENEFICIAL OWNE SECURITIES				NERSHIP OF	Expires: Estimated a				
Form 4 or Form 5 obligation may contin	Form 4 or Form 5 obligations may continue.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 19400.4								•	
(Print or Type R	esponses)									
RAY RUSSELL T Symbol			Name and Ticker or Trading GAN INC [AGN]				5. Relationship of Reporting Person(s) to Issuer			
			Earliest Transaction				(Check all applicable)			
2525 DUPONT DRIVE (Mo 05/			ay/Year))12				_X_ Director 10% Owner Officer (give title Other (specify below) below)			
			endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
IRVINE, CA	92612						Form filed by M Person	More than One Re	eporting	
(City)	(State) (Z	Zip) Table	e I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) o of (D)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	05/01/2012		А	4,800 (1) (2)	А	\$0	40,800 <u>(3)</u>	D		

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

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 control number.

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

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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. Transact Code (Instr. 8)	of De Sec Ac (A) Dis of (In	onNumber Expiration Date		ate	Amou Under Secur	Title and 8. Price mount of Derivati aderlying Security curities (Instr. 5 nstr. 3 and 4)		9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
RAY RUSSELL T 2525 DUPONT DRIVE IRVINE, CA 92612	Х							
Signatures								
/s/ Matthew J. Maletta, Attorne T. Ray		05/02/2012						

**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).

Represents shares of the Issuer's common stock underlying restricted stock units ("RSUs") awarded to the Reporting Person. The RSUs will vest in full upon the earlier to occur of (i) the first anniversary of the grant date, or (ii) the annual meeting during the calendar year

- (1) following the grant date of the RSUs at which one or more members of the Issuer's board of directors is standing for re-election, provided the Reporting Person remains in the Issuer's service on such date. The RSUs may vest earlier on an accelerated basis in the event of the Reporting Person's termination of service due to death or disability.
- (2) The shares of the Issuer's common stock underlying the RSUs will be issued to the Reporting Person no later than ten (10) business days after the RSUs vest.
- (3) Includes 4,800 shares of the Issuer's common stock underlying the RSUs awarded.

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.