**ZAGG** Inc Form 4 March 17, 2015

# FORM 4

### **OMB APPROVAL**

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

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 1940

**SECURITIES** 

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** Tarr Steve | 2. Issuer Name <b>and</b> Ticker or Trading Symbol ZAGG Inc [ZAGG] | 5. Relationship of Reporting Person(s) to Issuer                             |  |  |  |
|---|--|--|--|--|--|
| (Last) (First) (Middle)                               | 3. Date of Earliest Transaction                                    | (Check all applicable)   |  |  |  |
| 3855 SOUTH 500 WEST, SUITE J                          | (Month/Day/Year)<br>03/16/2015                                     | Director 10% OwnerX Officer (give title Other (specification) below) COO     |  |  |  |
| (Street)  | 4. If Amendment, Date Original Filed(Month/Day/Year)               | 6. Individual or Joint/Group Filing(Check Applicable Line)                   |  |  |  |
| CALTIAVE CITY HT 94115                                |  | _X_ Form filed by One Reporting Person Form filed by More than One Reporting |  |  |  |

#### SALT LAKE CITY, UT 84115

(State)

(C:+-)

| (City)                               | (State) (A                           | Table   | I - Non-Do                             | erivative S                           | Securi           | ties Acq    | uired, Disposed o                                   | f, or Beneficial                                       | ly Owned                                   |
|--------------------------------------|--------------------------------------|---|--|---------------------------------------|------------------|-------------|---|--|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactio<br>Code<br>(Instr. 8) | ansaction(A) or Disposed of<br>de (D) |                  |             | 5. Amount of<br>Securities<br>Beneficially<br>Owned | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I) | 7. Nature of Indirect Beneficial Ownership |
|                                      |                                      | (Month/Day/1Car)  | Code V                                 | Amount                                | (A)<br>or<br>(D) | Price       | Following Reported Transaction(s) (Instr. 3 and 4)  | (Instr. 4)   | (Instr. 4)                                 |
| Common<br>Stock                      | 03/16/2015                           |   | A                                      | 6,912<br>(1)                          | A                | \$ 0<br>(1) | 6,912   | D  |  |
| Common<br>Stock                      | 03/16/2015                           |   | F(2)                                   | 2,765<br>(2)                          | D                | \$<br>8.85  | 4,147   | D  |  |

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.

Person

#### Edgar Filing: ZAGG Inc - Form 4

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

| 1. Title o | of 2.         | 3. Transaction Date | 3A. Deemed         | 4.          | 5.         | 6. Date Exer | cisable and | 7. Title  | and    | 8. Price of | 9. Nu  |
|------------|---------------|---------------------|--------------------|-------------|------------|--------------|-------------|-----------|--------|-------------|--------|
| Derivativ  | ve Conversion | (Month/Day/Year)    | Execution Date, if | Transaction | orNumber   | Expiration D | ate         | Amount    | of     | Derivative  | Deriv  |
| Security   | or Exercise   |                     | any                | Code        | of         | (Month/Day/  | Year)       | Underly   | ing    | Security    | Secui  |
| (Instr. 3) | Price of      |                     | (Month/Day/Year)   | (Instr. 8)  | Derivative | e            |             | Securitie | es     | (Instr. 5)  | Bene   |
|            | Derivative    |                     |                    |             | Securities |              |             | (Instr. 3 | and 4) |             | Own    |
|            | Security      |                     |                    |             | Acquired   |              |             |           |        |             | Follo  |
|            |               |                     |                    |             | (A) or     |              |             |           |        |             | Repo   |
|            |               |                     |                    |             | Disposed   |              |             |           |        |             | Trans  |
|            |               |                     |                    |             | of (D)     |              |             |           |        |             | (Instr |
|            |               |                     |                    |             | (Instr. 3, |              |             |           |        |             |        |
|            |               |                     |                    |             | 4, and 5)  |              |             |           |        |             |        |
|            |               |                     |                    |             |            |              |             |           |        |             |        |
|            |               |                     |                    |             |            |              |             |           | mount  |             |        |
|            |               |                     |                    |             |            | Date         | Expiration  | O:        |        |             |        |
|            |               |                     |                    |             |            | Exercisable  | Date        |           | lumber |             |        |
|            |               |                     |                    | C-J- V      | (A) (D)    |              |             | 0         |        |             |        |
|            |               |                     |                    | Code v      | (A) (D)    |              |             | 3         | hares  |             |        |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Tarr Steve

3855 SOUTH 500 WEST, SUITE J COO

SALT LAKE CITY, UT 84115

### **Signatures**

Steve Tarr 03/17/2015

\*\*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) Shares were received for no consideration upon satisfaction of certain performance criteria for the fiscal year ended December 31, 2014 underlying an award of performance-based restricted stock units.
- (2) Represents shares of common stock retained by the issuer at the reporting person's request to satisfy the reporting person's tax withholding obligations resulting from the reporting person's receipt of the performance-based restricted stock units described above.

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.

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