PICKUS JOSHUA Form 4 October 09, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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may continue.

See Instruction

Check this box

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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person *

PICKUS JOSHUA

(First) (Middle)

1900 SEAPORT BOULEVARD, 3RD FLOOR

(Street)

(State)

2. Issuer Name and Ticker or Trading

Symbol

Support.com, Inc. [SPRT]

3. Date of Earliest Transaction (Month/Day/Year) 08/21/2009

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

_X__ Director 10% Owner X_ Officer (give title Other (specify below) below)

CEO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X 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

REDWOOD CITY, CA 94063

1. Title of 2. Transaction Date 2A. Deemed

Security (Month/Day/Year) (Instr. 3)

(Zip)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

(A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of TransactionDerivative Securities Code Acquired (A) or

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Am Underlying Sec (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative		(Month/Day/Year)	(Instr. 8)	Disposed of (D) (Instr. 3, 4, and 5)					
	Security			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	A N Sl
Employee Stock Option (right to buy)	\$ 4.2	08/21/2009		D		600,000	<u>(1)</u>	04/06/2013	Common Stock	6
Employee Stock Option (right to buy)	\$ 2.32	08/21/2009		A	600,000		<u>(5)</u>	08/21/2016	Common Stock	6
Employee Stock Option (right to buy)	\$ 4.2	08/21/2009		D		200,000	<u>(1)</u>	04/06/2013	Common Stock	2
Employee Stock Option (right to buy)	\$ 2.32	08/21/2009		A	200,000		<u>(5)</u>	08/21/2016	Common Stock	2
Employee Stock Option (right to buy)	\$ 4.2	08/21/2009		D		200,000	<u>(1)</u>	04/06/2013	Common Stock	2
Employee Stock Option (right to buy)	\$ 2.32	08/21/2009		A	200,000		<u>(7)</u>	08/21/2016	Common Stock	2
Employee Stock Option (right to buy)	\$ 5.27	08/21/2009		D		200,000	<u>(1)</u>	05/01/2014	Common Stock	2
Employee Stock Option (right to buy)	\$ 2.32	08/21/2009		A	200,000		<u>(5)</u>	08/21/2016	Common Stock	2
	\$ 3.7	08/21/2009		D		250,000	<u>(1)</u>	02/14/2015		2

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Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships					
r-	Director	10% Owner	Officer	Other		
PICKUS JOSHUA 1900 SEAPORT BOULEVARD 3RD FLOOR REDWOOD CITY, CA 94063	X		CEO			
Signatures						
/a/ David Laser, by power of attorney		10/09/2009				

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).

Date

- (1) 1/48th of the total number of shares subject to the option vest on the monthly anniversary of the Vesting Commencement Date.
- On August 21, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 600,000 shares of SPRT common stock granted to the reporting person on April 6, 2006. In exchange, the reporting person received a replacement option for 600,000 shares, having an exercise price of \$2.32 per share.
- On August 21, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 200,000 shares of SPRT (3) common stock granted to the reporting person on May 1, 2007. In exchange, the reporting person received a replacement option for 200,000 shares, having an exercise price of \$2.32 per share.
- On August 21, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 250,000 shares of SPRT (4) common stock granted to the reporting person on February 14, 2008. In exchange, the reporting person received a replacement option for 250,000 shares, having an exercise price of \$2.32 per share.
- (5) 33% of the total number of shares subject to the option shall vest on the one year anniversary of the Transaction Date and 1/36th of the total number of shares subject to the option shall vest on the monthly anniversary of the Transaction Date thereafter.
- On August 21, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 200,000 shares of SPRT common stock granted to the reporting person on April 6, 2006. In exchange, the reporting person received a replacement option for 200,000 shares, having an exercise price of \$2.32 per share.
- One third of the total number of shares subject to the option shall vest on the one year anniversary of the Transaction Date and 1/36th of the total number of shares subject to the option shall vest on the monthly anniversary of the Transaction Date thereafter. Notwithstanding this schedule, the shares will only become exercisable, to the extent vested, following the date as of which the fair market value of the issuer's common stock has first equaled or exceeded \$4.50 per share for 20 consecutive trading days.

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

Reporting Owners 3

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