

MULTIMEDIA GAMES HOLDING COMPANY, INC.

Form 4

June 10, 2014

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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
RAMSEY PATRICK J.

2. Issuer Name **and** Ticker or Trading
Symbol

MULTIMEDIA GAMES HOLDING
COMPANY, INC. [MGAM]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

06/06/2014

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
CEO

MULTIMEDIA GAMES HOLDING
COMPANY, INC., 206 WILD
BASIN ROAD, BLDG. B, SUITE
400

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

AUSTIN, TX 78746

(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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V	Amount (A) or (D)	Price	
Common Stock	06/06/2014		M		16,250	A \$ 5.12	96,250 D
Common Stock	06/06/2014		M		13,750	A \$ 3.85	110,000 D
Common Stock	06/06/2014		S		30,000 (1)	D \$ 29.345 (2)	80,000 D
Common Stock	06/09/2014		M		26,500	A \$ 3.85	106,500 D

Common Stock	06/09/2014	S	<u>26,500</u> (1)	D	<u>\$ 28.2259</u> (3)	80,000	D
Common Stock	06/09/2014	M	3,500	A	\$ 3.85	83,500	D
Common Stock	06/09/2014	S	<u>3,500</u> (1)	D	<u>\$ 28.8354</u> (4)	80,000	D

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

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SEC 1474
(9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 5.12	06/06/2014		M	16,250	09/30/2009 09/30/2016	Common Stock 16,250
Employee Stock Option (Right to Buy)	\$ 3.85	06/06/2014		M	13,750	09/19/2010 09/19/2017	Common Stock 13,750
Employee Stock Option (Right to Buy)	\$ 3.85	06/09/2014		M	30,000	09/19/2010 09/19/2017	Common Stock 30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAMSEY PATRICK J. MULTIMEDIA GAMES HOLDING COMPANY, INC. 206 WILD BASIN ROAD, BLDG. B, SUITE 400 AUSTIN, TX 78746	X		CEO	

Signatures

/s/ Velissa Jewell, Attorney-in-Fact for Patrick J. Ramsey

06/10/2014

__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) The exercise and sales reported in this filing were made pursuant to the 10b5-1 sales plan of Reporting Person, signed on May 6, 2014.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$29.30 to \$29.75, inclusive. The Reporting Person undertakes to provide to Multimedia Games Holding Company, Inc. (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 2 of this Form 4.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.75 to \$28.74, inclusive. The Reporting Person undertakes to provide to Multimedia Games Holding Company, Inc. (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 3 of this Form 4.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.75 to \$28.98, inclusive. The Reporting Person undertakes to provide to Multimedia Games Holding Company, Inc. (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 4 of this Form 4.

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney.

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

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