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SCHWARZ	KEN										
Form 4											
April 17, 201	2										
FORM	4	-				~			OMB AF	PROVAL	
Washington, D.C. 20549							COMMISSION	OMB Number:	3235-0287		
Check thi if no long	or								Expires:	January 31,	
subject to Section 1 Form 4 o		SECUR	ITIES			NERSHIP OF	Estimated a burden hou response				
Form 5 obligation may cont <i>See</i> Instru 1(b).	inue. Section 1	7(a) of the	Public Ut		ling Con	ipany	y Act of	e Act of 1934, 1935 or Section 0	n		
(Print or Type F	Responses)										
SCHWARZ KEN Symbol PRIMU TELEC				er Name and Ticker or Trading JS COMMUNICATIONS P INC [PTGI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)					Director X_ Officer (give		Owner er (specify		
C/O PRIMU GROUP, IN	US TELECOM CORPORATE ANCH DRIVE	' S ED, 7901	(Month/D 04/15/20	ay/Year)	ansaction			below) CFO	below) (PFO); SVP, II	2	
				ndment, Date Original hth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
MCLEAN,	VA 22102							Form filed by M Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		n Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	04/15/2012			A <u>(1)</u>	3,801	А	\$0	30,205	D		
Common Stock	04/15/2012			F	1,223 (2)	D	\$ 16.76	28,982	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 formSEC 1474
(9-02)

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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)

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	ate	7. Title and Amount of Underlying Securities (Instr. 3 and	8. Price of Derivative Security (Instr. 5)4)	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Amou or Title Numb of Share	ber	

Reporting Owners

Reporting Owner Name / Address		Relationships					
			10% Owner	Officer	Other		
SCHWARZ KEN C/O PRIMUS TELECOM'S GROUP, INCORPORATED 7901 JONES BRANCH DRIVE, SUITE 900 MCLEAN, VA 22102				CFO (PFO); SVP, IT			
Signatures							
Ken Schwarz	04/17/2012						

<u>**</u>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) On July 5, 2011, the Compensation Committee granted this performance-based award, which vested on April 15, 2012 in conjunction with PTGi meeting certain financial targets for the 2011 fiscal year.
- (2) Shares withheld to cover the tax liability associated with the vesting of the 3,801 shares in Footnote 1 which vested on 4/15/2012.

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.