

Dungan Jefferson
Form 4
February 20, 2019

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 *
Dungan Jefferson

(Last) (First) (Middle)

C/O CONTROL4
CORPORATION, 11734 S.
ELECTION ROAD

(Street)

SALT LAKE CITY, UT 84020

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CONTROL4 CORP [CTRL]

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify
below) below)

SVP Bus. Development

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

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	02/15/2019		M		1,417	A 11	17,721 D
Common Stock	02/15/2019		F		491 (2)	D \$ 17.89	17,230 D
Common Stock	02/15/2019		M		1,417	A 11	18,647 D
Common Stock	02/15/2019		F		491 (2)	D \$ 17.89	18,156 D
Common Stock	02/15/2019		M		1,233	A 11	19,389 D

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Common Stock	02/15/2019	F	427 ⁽²⁾	D	\$ 17.89	18,962	D	
Common Stock	02/15/2019	M	1,233	A	<u>(1)</u>	20,195	D	
Common Stock	02/15/2019	F	427 ⁽²⁾	D	\$ 17.89	19,768	D	
Common Stock	02/15/2019	M	1,966	A	<u>(1)</u>	21,734	D	
Common Stock	02/15/2019	F	562 ⁽²⁾	D	\$ 17.89	21,172	D	
Common Stock	02/15/2019	M	6,400	A	<u>(1)</u>	27,572	D	
Common Stock	02/15/2019	F	1,859 ⁽²⁾	D	\$ 17.89	25,713	D	
Common Stock	02/15/2019	M	1,966	A	<u>(1)</u>	27,679	D	
Common Stock	02/15/2019	F	577 ⁽²⁾	D	\$ 17.89	27,102	D	
Common Stock						494	I	By 401(k) Plan ⁽³⁾

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

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(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
Performance-based Restricted Stock Units	(1)	02/15/2019		M	1,417	(4)	(4)	Common Stock	1,417

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Restricted Stock Units	<u>(1)</u>	02/15/2019	M	1,417	<u>(5)</u>	<u>(5)</u>	Common Stock	1,417
Performance-based Restricted Stock Units	<u>(1)</u>	02/15/2019	M	1,233	<u>(6)</u>	<u>(6)</u>	Common Stock	1,233
Restricted Stock Units	<u>(1)</u>	02/15/2019	M	1,233	<u>(7)</u>	<u>(7)</u>	Common Stock	1,233
Performance-based Restricted Stock Units	<u>(1)</u>	02/15/2019	M	1,966	<u>(8)</u>	<u>(8)</u>	Common Stock	1,966
Performance-based Restricted Stock Units	<u>(1)</u>	02/15/2019	M	6,400	<u>(9)</u>	<u>(9)</u>	Common Stock	6,400
Restricted Stock Units	<u>(1)</u>	02/15/2019	M	1,966	<u>(10)</u>	<u>(10)</u>	Common Stock	1,966

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dungan Jefferson C/O CONTROL4 CORPORATION 11734 S. ELECTION ROAD SALT LAKE CITY, UT 84020			SVP Bus. Development	

Signatures

/s/ Jonathan Tanner, Attorney in fact for Jefferson
Dungan

02/20/2019

__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) Each Unit represents the right to receive, at settlement, one share of common stock at no cost.
The federal and state tax withholding due at the vesting of these Units was satisfied by Control4 through a net issuance of these shares, which were retained by Control4 as treasury stock, and the requisite withholding amount was paid to the relevant tax authorities by Control4 on behalf of the Reporting Person. We used the closing price of the shares on the day prior to the vest date for withholding calculations.
- (2) Shares held in Reporting Person's 401(k) Plan.
This PSU award was granted on January 1, 2016. One-third of the shares in the award vested on February 10, 2017 due to the achievement of a certain 2016 financial performance goal. The remaining shares vest as follows, an additional 1/12 of the shares vest quarterly, on the 15th of May, August, November and February in each of the following eight quarters.
- (3) This RSU award was granted on January 1, 2016. One-third of the shares in the award vested on February 10, 2017. The remaining shares vest as follows, an additional 1/12 of the shares vest quarterly, on the 15th of May, August, November and February in each of the following eight quarters.
- (5)

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- (6) This PSU award was granted on January 3, 2017. One-third of the shares in the award vested on February 15, 2018 due to the achievement of a certain 2017 financial performance goal. The remaining shares vest as follows, an additional 1/12 of the shares vest quarterly, on the 15th of May, August, November and February in each of the following eight quarters.

- (7) This RSU award was granted on January 3, 2017. One-third of the shares in the award vested on February 15, 2018. The remaining shares vest as follows, an additional 1/12 of the shares vest quarterly, on the 15th of May, August, November and February in each of the following eight quarters.

- (8) This PSU award was granted on January 4, 2018. One-third of the shares in the award vested on February 15, 2019 due to the achievement of a certain 2018 financial performance goal. The remaining shares vest as follows, an additional 1/12 of the shares vest quarterly, on the 15th of May, August, November and February in each of the following eight quarters.

- (9) This PSU award was granted on January 4, 2018, and these shares represent all of the shares in the award which vested on February 15, 2019 due to the achievement of a certain 2018 financial performance goal.

- (10) This RSU award was granted on January 4, 2018. One-third of the shares in the award vested on February 15, 2019. The remaining shares vest as follows, an additional 1/12 of the shares vest quarterly, on the 15th of May, August, November and February in each of the following eight quarters.

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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