Edgar Filing: MOBIVITY HOLDINGS CORP. - Form 3

MOBIVITY HOLDINGS CORP.

Form 3 July 15, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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

(Print or Type Responses)

1. Name and Address of Reportin Person * PORTER CAPITAL MANAGEMENT CO	g 2. Date of Ever Statement (Month/Day/Y 06/17/2013	Year)	3. Issuer Nam MOBIVIT			ing Symbol ORP. [MFON]
(Last) (First) (Mi	iddle)		4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)
300 DRAKE LANDING ROAD, SUITE 175				all applicable))	Thed(months say, real)
(Street) GREENBRAE, CA 949	004		Director Officer (give title below	Other	r	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person
(City) (State) (Z	Zip)	Table I - N	Non-Derivat	ive Securiti	ies Be	neficially Owned
1.Title of Security (Instr. 4)		2. Amount o Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Na Owne (Instr	*
Common Stock		8,948,169		I	See 1	Footnote (1)
Common Stock		1,026,233		I	See]	Footnote (2)
Common Stock		1,456,551		I	See]	Footnote (3)
informatio required to	the for each class of security of the contained in this for respond unless the valid OMB control nu	ollection of orm are not e form displ	·	EC 1473 (7-02	2)	

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

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1. Title of Derivative Security (Instr. 4)		2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)		
Warrant to purchase common stock	06/17/2013	06/17/2018	Common Stock	3,848,169 (4)	\$ 0.2	I	See Footnote (1)	
Warrant to purchase common stock	06/17/2013	06/17/2018	Common Stock	276,233 (4)	\$ 0.2	I	See Footnote (2)	
Warrant to purchase common stock	06/17/2013	06/17/2018	Common Stock	556,551 <u>(4)</u>	\$ 0.2	I	See Footnote (3)	

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
PORTER CAPITAL MANAGEMENT CO 300 DRAKE LANDING ROAD SUITE 175 GREENBRAE, CA 94904	Â	ÂX	Â	Â		

Signatures

/s/ Jeffrey Porter, General Partner of Porter Capital Management Co.

07/15/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Porter Capital Management Co., as managing general partner of Porter Partners, LP, has voting and dispositive power over the securities.
- (2) Porter Capital Management Co., as managing general partner of Ben Joseph Partners, has voting and dispositive power over the securities.
- (3) Porter Capital Management Co., as trading advisor of EDJ Limited, has voting and dispositive power over the securities.
- The warrant holder does not have the right to exercise the warrant to the extent that after giving effect to such exercise, the holder would beneficially own in excess of 9.99% of the shares of common stock of Mobivity Holdings Corp. outstanding immediately after giving effect to such exercise. The holder of the warrant may remove such limitation on exercise of the warrant by providing 60 days prior written notice to Mobivity Holdings Corp.

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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