

Nolan Mangini Siobhan
 Form 4
 August 20, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Nolan Mangini Siobhan

2. Issuer Name and Ticker or Trading Symbol
 CASTLIGHT HEALTH, INC.
 [CSLT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 08/16/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 CFO & Treasurer

C/O CASTLIGHT HEALTH, INC., 150 SPEAR ST., 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

SAN FRANCISCO, CA 94105

(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)	
				(A) or (D)	Price			
				Code	V	Amount		
Class B Common Stock	08/16/2018		M ⁽¹⁾	2,500	A	\$ 0	145,195	D
Class B Common Stock	08/16/2018		M ⁽²⁾	1,875	A	\$ 0	147,070	D
Class B Common Stock	08/16/2018		M ⁽³⁾	15,625	A	\$ 0	162,695	D
Class B Common Stock	08/16/2018		M ⁽⁴⁾	6,250	A	\$ 0	168,945	D

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Common
Stock

Class B

Common Stock 08/16/2018 M⁽⁵⁾ 11,250 A \$ 0 180,195 D

Class B

Common Stock 08/17/2018 S 14,209⁽⁶⁾ D \$ 2.6932⁽⁷⁾ 165,986 D

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)	8. De	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0 ⁽⁸⁾	08/16/2018		M ⁽¹⁾	2,500	⁽⁹⁾	⁽⁹⁾	Class B Common Stock	2,500
Restricted Stock Units	\$ 0 ⁽⁸⁾	08/16/2018		M ⁽²⁾	1,875	⁽¹⁰⁾	⁽¹⁰⁾	Class B Common Stock	1,875
Restricted Stock Units	\$ 0 ⁽⁸⁾	08/16/2018		M ⁽³⁾	15,625	⁽¹¹⁾	⁽¹¹⁾	Class B Common Stock	15,625
Restricted Stock Units	\$ 0 ⁽⁸⁾	08/16/2018		M ⁽⁴⁾	6,250	⁽¹²⁾	⁽¹²⁾	Class B Common Stock	6,250
Restricted Stock Units	\$ 0 ⁽⁸⁾	08/16/2018		M ⁽⁵⁾	11,250	⁽¹³⁾	⁽¹³⁾	Class B Common Stock	11,250

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tax withholding obligations.

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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