

TUCOWS INC /PA/
Form 4
December 15, 2015

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 *
Rader Ross

(Last) (First) (Middle)

96 MOWAT AVENUE

(Street)

TORONTO, A6 M6K 3M1

(City) (State) (Zip)

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

TUCOWS INC /PA/ [TCX]

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

12/14/2015

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 ____ Other (specify
below) below)

vp Customer Experience

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/14/2015		M		4,250	A	\$ 2.8
Common Stock	12/14/2015		F ⁽¹⁾		1,773	D	\$ 21.8
Common Stock	12/14/2015		M		2,250	A	\$ 2.92
Common Stock	12/14/2015		F ⁽¹⁾		939	D	\$ 21.8
Common Stock	12/14/2015		M		2,343	A	\$ 5.52

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Common Stock	12/14/2015	<u>F</u> (1)	978	D	\$ 21.8	35,725	D
Common Stock	12/14/2015	M	1,562	A	\$ 8.56	37,287	D
Common Stock	12/14/2015	<u>F</u> (1)	652	D	\$ 21.8	36,635	D
Common Stock	12/14/2015	M	575	A	\$ 15.93	37,210	D
Common Stock	12/14/2015	<u>F</u> (1)	240	D	\$ 21.8	36,970	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 (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
Stock Option (right to buy common stock)	\$ 2.8	12/14/2015		M	4,250	05/16/2014 05/16/2017	Common Stock 4,250
Stock Option (right to buy common stock)	\$ 2.92	12/14/2015		M	2,250	08/14/2015 08/14/2018	Common Stock 2,250
Stock Option (right to	\$ 5.52	12/14/2015		M	2,343	05/17/2016 ⁽²⁾ 05/17/2019	Common Stock 2,343

buy
common
stock)

Stock
Option
(right to
buy
common
stock)

\$ 8.56

12/14/2015

M

1,562

05/12/2017⁽²⁾

05/12/2020

Common
Stock

1,562

Stock
Option
(right to
buy
common
stock)

\$ 15.93

12/14/2015

M

575

08/10/2018⁽²⁾

08/10/2021

Common
Stock

575

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rader Ross 96 MOWAT AVENUE TORONTO, A6 M6K 3M1			vp Customer Experience	

Signatures

/s/ Ross Rader 12/15/2015

__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) Under the terms of the Issuer's stock incentive plan, these shares were withheld by the Issuer to cover the option exercise price and tax withholding obligations related to the net exercise of the above options.
- (2) Options vest 25% per year over four years.

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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