Edgar Filing: Papa Murphy's Holdings, Inc. - Form 4

Papa Murphy Form 4 May 09, 2014	's Holdings, Inc.										
FORM	1									PPROVAL	
Washington, D.C. 20549							OMB Number:	3235-0287			
Check thi if no long subject to Section 10	er STATEM	ox STATEMENT OF CHANGES IN BI SECURIT					LOW	NERSHIP OF	Expires: Estimated a burden hou	•	
									•		
(Print or Type R	lesponses)										
Hutchens Mark Edward Symbol			Symbol	Issuer Name and Ticker or Trading nbol pa Murphy's Holdings, Inc.				5. Relationship of Reporting Person(s) to Issuer			
	[FRSH]					(Check all applicable)					
(Last)(First)(Middle)3. Date of (Month/D)C/O PAPA MURPHY'S05/07/20HOLDINGS, INC., 8000 NE05/07/20PARKWAY DRIVE, SUITE 350								Director 10% Owner X Officer (give title Other (specify below) below) below) Chief Financial Officer			
VANCOUV	(Street) ER, WA 98662	Filed(Mon						 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
		(7 in)						Person			
(City)		Zip)					ties Ac	quired, Disposed o		-	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, i any (Month/Day/Year)			on Date, if	Code Disposed of (D)				SecuritiesIBeneficially0OwnedIFollowing0Reported1	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common				Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock, par value \$0.01 per share	05/07/2014			P <u>(1)</u>	4,167	А	\$ 11	4,167	D		

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

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 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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Hutchens Mark Edward C/O PAPA MURPHY'S HOLDINGS, IN 8000 NE PARKWAY DRIVE, SUITE 3 VANCOUVER, WA 98662			Chief Financial Officer					
Signatures								
/s/ Daniel R. Smith attorney-in-fact	05/09/2014							
**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) These shares were purchased through a Directed Share Program in connection with the Company's Initial Public Offering

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.