

Edgar Filing: Tolston Alex J - Form 3

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |
|--------------------------------------|------------------|-----------------|----------------------|----------------------------|----------|---------------------------------------|
| EMPLOYEE STOCK OPTION (RIGHT TO BUY) | Â (2) | 04/09/2023 | CLASS A COMMON STOCK | 150,000 | \$ 10.2 | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Tolston Alex J C/O HEMISPHERE MEDIA GROUP, INC. 2000 PONCE DE LEON BLVD., SUITE 500 CORAL GABLES, FL 33134 | Â | Â | Â General Counsel & Corp. Sec'y | Â |

Signatures

/s/ Alex J. 05/15/2013
Tolston

__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) The shares of Class A common stock, par value \$0.0001 per share, are restricted securities and will vest, subject to certain exceptions, in equal annual installments on each of the first three (3) anniversaries of April 9, 2013 (the "Effective Time").
The employee stock options will vest as follows: subject to certain exceptions, 125,000 options will vest in equal annual installments on each of the first three (3) anniversaries of the Effective Time and 25,000 options will vest upon the fair market value of the Company's Class A common stock price reaching or exceeding \$15.00 per share on at least ten trading days (which need not be consecutive) following the Effective Time.

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Remarks:

Exhibit 24.1: Power of Attorney

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.