

Angie's List, Inc.  
Form 4  
March 02, 2017

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HOWELL J MARK**

(Last) (First) (Middle)

**ANGIE'S LIST, INC., 1030 EAST WASHINGTON STREET**

(Street)

**INDIANAPOLIS, IN 46202**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Angie's List, Inc. [ANGI]**

3. Date of Earliest Transaction (Month/Day/Year)  
**02/28/2017**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chief Operating Officer**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
			Code	V	Amount		
Common Stock	02/28/2017		S(1)		4,606	D	
					(2)		
					\$ 5.392		
					(3)		
					101,401	D	
Common Stock	03/01/2017		S(1)		2,736	D	
					(4)		
					\$		
					5.5381		
					(5)		
					98,665	D	

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

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SEC 1474 (9-02)

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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)	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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
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**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOWELL J MARK ANGIE'S LIST, INC. 1030 EAST WASHINGTON STREET INDIANAPOLIS, IN 46202			Chief Operating Officer	

**Signatures**

/s/ Shannon M. Shaw, as  
Attorney-in-fact  
\*\*Signature of Reporting Person

03/02/2017  
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) Shares disposed of pursuant to a previously established Rule 10b5-1 Plan, the intended purpose of which is to allow the reporting person to sell shares of the Issuer's common stock to be applied toward the tax obligation resulting from the vesting of RSUs.  
Represents the number of shares of the Issuer's common stock sold by the reporting person to be applied toward the tax obligation created by the vesting of RSUs on February 26, 2017. This sale was completed pursuant to an election of the "sell to cover" option set forth under the Amended and Restated Omnibus Incentive Plan for such purposes.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$5.30 to \$5.49, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within ranges set forth in this Form 4.
- (4) Represents the number of shares of the Issuer's common stock sold by the reporting person to be applied toward the tax obligation created by the vesting of RSUs on February 27, 2017. This sale was completed pursuant to an election of the "sell to cover" option set forth under the Amended and Restated Omnibus Incentive Plan for such purposes.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$5.37 to \$5.69, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities

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and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within ranges set forth in this Form 4.

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.