Telenay, Inc. Form 4 February 14, 2017

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Wahla Hassan

2. Issuer Name and Ticker or Trading Symbol

Telenay, Inc. [TNAV]

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

02/10/2017

TELENAV, INC., 4655 GREAT AMERICA PARKWAY, SUITE 300

(Street)

(State)

(Zip)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

**OMB APPROVAL** 

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response...

Director 10% Owner X\_ Officer (give title Other (specify

below) Co-Pres. Automotive Bus Unit

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

SANTA CLARA, CA 95054

(City)

(City)	(State) (Z	le I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of	2. Transaction Date		Deemed 3.				5. Amount of		7. Nature of
Security	(Month/Day/Year)	Execution Date, if		octionAcquired (A) or Disposed of (D) 8) (Instr. 3, 4 and 5)		Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code			Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)			Owned	Indirect (I)	Ownership	
						Following	(Instr. 4)	(Instr. 4)	
					( )		Reported		
				(A)		Transaction(s)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	02/10/2017		M	7,500	A	\$0	72,438	D	
Common Stock	02/10/2017		F	2,760	D	\$0	69,678	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti 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 I S (	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Restricted Stock Unit	\$ 0 (1)	02/10/2017		M	7,500	02/10/2017	(2)	Common Stock	7,500		

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wahla Hassan TELENAV, INC. 4655 GREAT AMERICA PARKWAY, SUITE 300 SANTA CLARA, CA 95054

Co-Pres. Automotive Bus Unit

8. I De Sec (In

## **Signatures**

Lily Toy by power of attorney for Hassan S. Wahla

02/14/2017

Date

\*\*Signature of Reporting Person

## **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) Each restricted stock unit represents a contingent right to receive one share of Telenav Inc.'s common stock.
- (2) 1/4 of 30,000 restricted stock units shall vest on each yearly anniversary of the vesting commencement date, which is February 10, 2014. 7,500 of the restricted stock units vested on February 10, 2017.

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.

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