

Cogint, Inc.
Form 4
April 17, 2017

FORM 4

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

OMB APPROVAL

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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 *
Wang Jinbo

(Last) (First) (Middle)

C/O COGINT, INC., 2650 N. MILITARY TRAIL, SUITE 300

(Street)

BOCA RATON, FL 33431

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Cogint, Inc. [COGT]

3. Date of Earliest Transaction (Month/Day/Year)
08/01/2016

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 Accounting 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock <u>(1)</u> | 08/01/2016 | | M | | 15,000 | A | \$ 0 <u>(2)</u> |
| Common Stock | 08/01/2016 | | F ⁽³⁾ | | 4,324 <u>(3)</u> | D | \$ 5.16 |
| Common Stock <u>(4)</u> | 08/01/2016 | | A | | 2,000 <u>(5)</u> | A | \$ 0 <u>(4)</u> |
| Common Stock | 08/01/2016 | | F ⁽⁶⁾ | | 576 <u>(6)</u> | D | \$ 5.16 |
| Common Stock <u>(7) (8)</u> | 04/13/2017 | | A | | 30,000 | A | \$ 0 <u>(7)</u> |

Common Stock ⁽⁹⁾ 4,000 ⁽⁹⁾ 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. 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Units | \$ 0 ⁽¹⁰⁾ | 08/01/2016 | | M | 15,000 | ⁽¹⁾ ⁽¹⁾ | Common Stock | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Wang Jinbo C/O COGINT, INC., 2650 N. MILITARY TRAIL, SUITE 300 BOCA RATON, FL 33431 | | | Chief Accounting Officer | |

Signatures

/s/ Jinbo Wang 04/17/2017

⁽¹⁾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) Represents the vesting and delivery of 15,000 shares of common stock underlying restricted stock units originally granted to the reporting person on August 1, 2014.
- (2) Restricted stock units convert into common stock on a one-for-one basis.

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- (3) Represents the payment of a tax liability by the withholding of 4,324 shares of common stock upon vesting of the restricted stock units.
- (4) On June 3, 2016, the reporting person was granted 6,000 restricted stock units, vesting in three equal annual installments beginning on August 1, 2016, subject to continued employment and accelerated vesting under certain conditions.
- (5) Represents the vesting of 2,000 shares of common stock underlying restricted stock units originally granted to the reporting person on June 3, 2016.
- (6) Represents the payment of a tax liability by the withholding of 576 shares of common stock upon vesting of the restricted stock units.
On April 13, 2017, the reporting person received a grant of 30,000 restricted stock units, convertible into common stock of the issuer on a one-for-one basis. The restricted stock units vest in three approximately equal installments on June 1, 2017, 2018 and 2019, subject to accelerated vesting under certain conditions.
- (7) Within 30 days of the effective grant date, the reporting person may elect to defer delivery of any vested RSUs until a later date.
Represents restricted stock units, convertible into common stock of the issuer on a one-for-one basis. The 4,000 remaining restricted stock units vest annually in two equal installments on August 1, 2017 and August 1, 2018, subject to accelerated vesting in certain conditions.
- (8) Restricted stock units convert into common stock on a one-for-one basis.
- (9) Restricted stock units convert into common stock on a one-for-one basis.
- (10) Restricted stock units convert into common stock on a one-for-one basis.

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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