Edgar Filing: GAIAM, INC - Form 4

GAIAM, IN	IC										
Form 4											
May 23, 200)8										
FORM	Λ4	~	~-~~						OMB AF	PROVAL	
	• • UNITED	STATES			AND EXC , D.C. 205		IGE CO	OMMISSION	OMB	3235-0287	
Check th	nis box		vva	sington	, D.C. 205	949			Number:	January 31,	
if no longer subject to Section 16. STATEMENT OF C			F CHAN	JGES IN	BENEFI	СТАТ	ERSHIP OF	Expires:	2005		
				SECUI		U III		Estimated average			
Form 4 or				~~~~					burden hours per response 0.5		
Form 5	Filed put	rsuant to S	Section 1	6(a) of the	ne Securiti	es Ex	change	Act of 1934,			
obligatio may con				•	•			1935 or Section	l		
See Inst		30(h)	of the Ir	nvestment	t Company	/ Act	of 1940)			
1(b).											
(Print or Type	Responses)										
1. Name and Address of Reporting Person *2. IssuePOWERS LYNNSymbol				1				5. Relationship of Reporting Person(s) to Issuer			
			GAIAN	A, INC [C	GAIA]			(Charl	11 1: 1. 1 .	.)	
(Last)	(First) (Middle)	3. Date o	f Earliest T	ransaction			(Check	c all applicable	;)	
			(Month/I	Day/Year)				_X_ Director		Owner	
833 WEST SOUTH BOULDER 05/21/2							X_ Officer (give title Other (specify below) below)				
ROAD								· · · · · · · · · · · · · · · · · · ·	President		
			nendment, Date Original			(6. Individual or Joint/Group Filing(Check				
			/onth/Day/Year)				Applicable Line)				
							-	_X_ Form filed by O Form filed by M			
LOUISVIL	LE, CO 80027-24	452					Ī	Person		porting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative S	ecurit	ies Acqui	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of	2. Transaction Date			3.				5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)		n Date, if		or Dispose			Securities	Ownership	Indirect Beneficial	
(Instr. 3)		any (Month/D	ay/Year)	Code (Instr. 8)	(Instr. 3, 4	and 5)		Beneficially Owned	Form: Direct (D)	Ownership	
		×						Following	or Indirect	(Instr. 4)	
						(A)		Reported Transaction(s)	(I) (Instr. 4)		
				<u> </u>		or	Б.	(Instr. 3 and 4)	(11150.4)		
Class A				Code V	Amount	(D)	Price	,			
Class A Common	05/21/2008			М	110,000	А	\$	209,000	D		
Stock	0012112000				110,000		10.16	200,000	2		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10.16	05/21/2008		М		110,000	<u>(1)</u>	05/23/2008	Class A Common Stock (1)	110,000 (1)

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 0	Director	10% Owner	Officer	Other		
POWERS LYNN 833 WEST SOUTH BOULDER ROAD LOUISVILLE, CO 80027-2452	Х		President			
Signatures						
Thomas R. Stephens, Attorney-in-fact for Powers	Lynn	05	5/23/2008			
**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) Granted pursuant to Issuer's 1999 Long-Term Incentive Plan. Option vested at a rate of 2% monthly beginning March 2002.

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.