

Adaptive Medias, Inc.
Form 3
April 09, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Waltz James		(Month/Day/Year)	Adaptive Medias, Inc. [ADTM]	
(Last)	(First)	(Middle)	03/30/2015	
16795 VON KARMAN AVENUE, SUITE 240			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
IRVINE, CA 92606			<input checked="" type="checkbox"/> Director	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			<input type="checkbox"/> Officer	<input type="checkbox"/> Form filed by More than One Reporting Person
			(give title below)	(specify below)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	48,000 ⁽¹⁾	D	∆

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option	08/19/2013	08/19/2023	Common Stock	200,000 ⁽²⁾	\$ 0.09	D	Â
Stock Option	03/30/2015	03/30/2025	Common Stock	24,000 ⁽³⁾	\$ 2.25	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Waltz James 16795 VON KARMAN AVENUE, SUITE 240 IRVINE, CA 92606	Â X	Â	Â	Â

Signatures

/s/ James Waltz 04/09/2015

__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) Shares are subject to forfeiture by the Issuer. Such right of forfeiture shall terminate with respect to one-fourth of the shares on each of the three-month, six-month, nine-month, and one year anniversary of the date of issuance.
The reporting person is a participant in the Company's 2010 Stock Incentive Plan, as amended, and received an option to purchase
- (2) 200,000 shares of common stock on August 19, 2013. The stock option shall vest as follows: one-twelfth of the option shares shall vest on the nineteenth day of each calendar month beginning on the date of grant.
- (3) The reporting person is a participant in the Company's 2010 Stock Incentive Plan, as amended, and received an option to purchase 24,000 shares of common stock on March 30, 2015. The stock option shall vest as follows: one-half of the option shares shall vest on the six month anniversary of the date of grant, and the remaining shares shall vest monthly in equal installments over the subsequent twelve months.

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.