## Edgar Filing: FTD Group, Inc. - Form 4

FTD Group,	Inc.											
Form 4	007											
March 12, 20	ЛЛ	UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL		
		Washington, D.C. 20549							OMB Number:	3235-0287		
Check th if no long subject to Section 1 Form 4 c	ger <b>STATEN</b> 16.	ox STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								pires: January 31, 2005 timated average rden hours per sponse 0.5		
Form 5 obligatio may con <i>See</i> Instr 1(b).	ns Section 17(	a) of the Pu	ublic Uti	ility Hold		pany 4	Act of	e Act of 1934, 1935 or Sectior 0	1			
(Print or Type ]	Responses)											
NOLAN PETER J Symbo			Symbol	Issuer Name <b>and</b> Ticker or Trading ibol D Group, Inc. [FTD]				5. Relationship of Reporting Person(s) to Issuer				
(Last)		3. Date of Earliest Transaction					(Check all applicable)					
(Mont				nth/Day/Year)				X_DirectorX_10% Owner Officer (give titleOther (specify below) below)				
(Street) 4. If A			4. If Amer	Amendment, Date Original			6. Individual or Joint/Group Filing(Check					
Filed(Mc				onth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
		(77:)						Person				
(City)	(State)	(Zip)	Table	e I - Non-E	Derivative S	ecuriti	es Acqu	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	<ul> <li>2A. Deemed Execution I any (Month/Day</li> </ul>	Date, if	Code (Instr. 8)	4. Securitie on(A) or Disp (Instr. 3, 4	(A) or	of (D)	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 Beneficial Ownership (Instr. 4)		
Common Stock, par value \$0.01 per share	03/08/2007			Code V S	Amount 811,658	(D) D	Price \$ 17.5	9,183,539	I <u>(1)</u>	By Green Equity Investors IV, L.P.		

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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Under Secur	le and unt of rlying rities (. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
NOLAN PETER J 11111 SANTA MONICA BOULEVARD, SUITE 2000 LOS ANGELES, CA 90025	Х	Х				
Signatures						
/s/ Julia Chang, as Attorney-in-Fact for Peter J. Nolan	03/12/2	2007				
**Signature of Reporting Person	Date	e				
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).

The 9,183,539 shares of common stock of the Issuer reported herein are owned directly by Green Equity Investors IV, L.P. ("GEI"). Peter J. Nolan is a member of GEI Capital IV, LLC, which is the general partner of GEI; a partner of Leonard Green & Partners, L.P., which is the management company of GEI; and a member of Green Partnership Holdings, LLC, which is a limited partner of GEI. Mr. Nolan directly (whether through ownership or position) or indirectly through one or more intermediaries, may be deemed for purposes of

(1) Section 16 of the Securities Exchange Act of 1934, as amended, to be the indirect beneficial owner of the shares owned by GEI and, therefore, a "ten percent holder" hereunder. Mr. Nolan disclaims beneficial ownership of the securities owned by GEI, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Nolan is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

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.