Pendrell Corp Form 4 March 13, 2015

## FORM 4

#### OMB APPROVAL

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

OMB Number: 3235-0287

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

Expires: January 31, 2005

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Addr MIKLES LEE		ng Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol Pendrell Corp [PCO]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction	(2		
2300 CARILLON POINT			(Month/Day/Year) 03/11/2015	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) Interim President and CEO		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec		
KIRKLAND, V	WA 98033		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

						•	Ciscii		
(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	rities Acqui	red, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securition Dispose (Instr. 3, 4)	ed of (		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)
Class A Common Stock	03/11/2015		A	50,000	A	\$ 1.01	50,000 (1)	I	By trust for the benefit of children
Class A Common Stock	03/12/2015		A	3,491	A	\$ 1.08	115,791 (1)	I	By spouse
Class A Common Stock	03/13/2015		A	10,000	A	\$ 1.14	125,791 (1)	I	By spouse
	03/12/2015		A	36,100	A	\$ 1.03	161,100 <u>(1)</u>	I	

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Class A Common Stock								By revocable trust
Class A Common Stock	03/13/2015	A	30,945	A	\$ 1.1375	64,108 (2)	D	
Class A Common Stock						10,000 (1)	I	By trust for the benefit of daughter
Class A Common Stock						1,000 (1)	Ĭ	By custodial account for the benefit of son

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.

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9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amour	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	) Derivativ	e		Securit	ties	(Instr. 5)
	Derivative				Securities	3		(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
									or	
						Date	Expiration		Number	
						Exercisable	Date		of	
				Code	V (A) (D)				Shares	
				Code	v (A) (D)				Shares	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
MIKLES LEE E	X		Interim President and CEO					
2300 CARILLON POINT								

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KIRKLAND, WA 98033

### **Signatures**

/s/ Timothy M. Dozois, attorney-in-fact

03/13/2015

\*\*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) The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (2) Includes 30,945 shares of Class A Common Stock held in the reporting person's individual retirement account.

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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