

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2019-02-14** | Period of Report: **2019-02-12**

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REPORTING OWNER

MANSBACH MICHAEL JOSEPH

CIK: **1272466**

Type: **4** | Act: **34** | File No.: **001-37453** | Film No.: **19608903**

Mailing Address

*4051 BROAD STREET, SUITE
220*

SAN LUIS OBISPO CA 93401

ISSUER

MINDBODY, Inc.

CIK: **1458962** | IRS No.: **201898451** | State of Incorporation: **DE** | Fiscal Year End: **1231**

SIC: **7374** Computer processing & data preparation

Mailing Address

*4051 BROAD STREET
SUITE 220*

SAN LUIS OBISPO CA 93401

Business Address

*4051 BROAD STREET
SUITE 220*

*SAN LUIS OBISPO CA 93401
877-755-4279*

FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**UNITED STATES SECURITIES AND
EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP**

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. Name and Address of Reporting Person MANSBACH MICHAEL JOSEPH			2. Issuer Name and Ticker or Trading Symbol MINDBODY, Inc. [MB]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner ☒ Officer (give title below) _____ Other (specify below) President		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/12/2019					
4051 BROAD STREET, SUITE 220								
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) ☒ Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
SAN LUIS OBISPO, CA 93401								
(City)	(State)	(Zip)						

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	02/12/2019		<u>A</u>	<u>V</u>	961 ⁽¹⁾	<u>A</u>	\$30.3025	120,046 ^{(2) (3)}	<u>D</u>	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

- Represents 961 shares of Class A Common Stock acquired under the MINDBODY, Inc. 2015 Employee Stock Purchase Plan on February 12, 2019.
- Includes 115,380 restricted stock units ("RSUs"), where each RSU represents a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement.

3. This amount includes the correction of a typographical error, which inadvertently stated the Reporting Person's holdings as 19,085 shares held instead of 119,085 shares held, in the previously filed Form 4.

Signatures

/s/ Brett T. White, Attorney-in-Fact

** Signature of Reporting Person

02/14/2019

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.