Edgar Filing: MDC PARTNERS INC - Form 3

MDC PARTNERS INC

Form 3 June 05, 2007

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per response...

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement MDC PARTNERS INC [MDCA] EPSTEIN JEFFREY E (Month/Day/Year) 06/01/2007 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O MDC PARTNERS (Check all applicable) INC., Â 950 THIRD AVENUE (Street) 6. Individual or Joint/Group 10% Owner _X_ Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting

NEW YORK, NYÂ 10022

(State)

(City)

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security
2. Amount of Securities
(Instr. 4)
Beneficially Owned
(Instr. 4)

(Zip)

Ownership Form: Direct (D) or Indirect (I)

(Instr. 5)

4. Nature of Indirect Beneficial Ownership

Reporting Person

Form filed by More than One

Person

(Instr. 5)
O)
ct

Â

Restricted Stock (1) 4,000

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

SEC 1473 (7-02)

D

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 3. Title and Amount of 6. Nature of Indirect 2. Date Exercisable and (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial Ownership (Month/Day/Year) **Derivative Security** or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Derivative Security:

Title

Security Direct (D)

Edgar Filing: MDC PARTNERS INC - Form 3

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Options (2)	06/01/2008	06/01/2017	Class A Shares	25,000	\$ 8.2	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
EPSTEIN JEFFREY E						
C/O MDC PARTNERS INC.	â v	Â	â	â		
950 THIRD AVENUE	АЛ	Α	A	A		
NEW YORK. NY 10022						

Signatures

/s/ Jeffrey
Epstein

**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).
- "Restricted Stock" means Class A Subordinate Voting Shares of the Issuer (hereinafter, "Class A Shares") granted to the Reporting

 Person pursuant to a Restricted Stock Grant Agreement dated as of June 1, 2007 (the "Grant Date"). The Restricted Stock will vest and the transfer restrictions shall lapse on the third anniversary of the Grant Date (the "Lapse Date"), contingent upon certain events and the Reporting Person's continued service as an Independent Director of the Issuer until such Lapse Date.
- The Stock Options granted on June 1, 2007 (the "Grant Date"), vest over five (5) years from the Grant Date: 20% (5,000 options) on the (2) first anniversary of the Grant Date and an additional 20% on each of the next four (4) succeeding anniversaries of the Grant Date, and expire ten (10) years from the Grant Date.

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.

Reporting Owners 2