Edgar Filing: DAVIDSON THOMAS N - Form 4

DAVIDSON	THOMAS N										
Form 4											
November 20											
FORM	4 UNITED	STATES						COMMISSION	N OMB	PPROVAL 3235-0287	
Check thi	is box		VV a	ashington	i, D.C. 2	0549			Number:	January 31,	
if no longer subject to Section 16. Form 4 or				SECUI	Expires: Estimated burden ho response	2005 average urs per					
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17((a) of the	Public U		lding Co	mpar	ny Act	nge Act of 1934, of 1935 or Sectio 940	on		
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> DAVIDSON THOMAS N		2. Issuer Name and Ticker or Trading Symbol MDC PARTNERS INC [MDCA]				-	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)				-	-	(Che	ck all applicable	e)	
7 SUNRISE CAY DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 11/20/2009					X_ Director 10% Owner Officer (give title Other (specify below) below)			
Filed				If Amendment, Date Original				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
KEY LARG	O, FL 33037							Person		eporung	
(City)	(State)	(Zip)	Tal	ble I - Non-	Derivativo	e Secu	rities A	cquired, Disposed o	of, or Beneficia	ally Owned	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or				Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class A Shares				Code V	Amount	(D)	Price	(Instr. 3 and 4) 149,899 (1)	D		
Class A Shares								10,000	I	Held by spouse in trust	
Class A Shares	11/20/2009			Р	2,000	А	\$ 8.55	151,899 <u>(1)</u>	D		

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

Edgar Filing: DAVIDSON THOMAS N - Form 4

number.

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. Transactic Code (Instr. 8)	5. onNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	te	7. Title an of Underl Securities (Instr. 3 a	5	8. Price of Derivativ Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 8.95					04/28/2006	04/28/2016	Class A Shares	25,000	
SARs (3)	\$ 3.72					03/10/2010	03/10/2014	Class A Shares	10,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
L O	Director	10% Owner	Officer	Other			
DAVIDSON THOMAS N 7 SUNRISE CAY DRIVE	Х						
KEY LARGO, FL 33037							
Signatures							

Thomas N.	11/20/2009
Davidson	11/20/2009

<u>**</u>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).

Includes 8,000 Class A Shares of Restricted Stock (4,000 previously granted on May 2, 2007, and 4,000 previously granted on April 29,
(1) 2008) which will vest 100% on the third anniversary of the respective grant dates (each, a "Vesting Date"), contingent upon the Reporting Person's continued service as a director through each such Vesting Date.

Stock Options (previously granted on April 28, 2006) vest over five (5) years from the grant date: 20% (5,000 Stock Options) on the first anniversary of the grant date, and additional 20% on each of the next four (4) succeeding anniversaries of the grant date, and expire ten (10) years from the grant date.

Edgar Filing: DAVIDSON THOMAS N - Form 4

The Stock Appreciation Rights ("SARs") granted on March 10, 2009 vest over three (3) years from the grant date: 33% (3,300 Class A

(3) Shares) on the first anniversary of the grant date, 33%(3,300 Class A Shares) on the second anniversary of the grant date, and 34% (3,400 Class A Shares) on the third anniversary of the grant date, and expire five (5) 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.