

MAJESCO ENTERTAINMENT CO

Form 3

October 05, 2015

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**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  
Person \*

Â Brauser Michael

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

09/25/2015

3. Issuer Name **and** Ticker or Trading Symbol

MAJESCO ENTERTAINMENT CO [COOL]

4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

C/O 4041-T HADLEY ROAD

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner  
☐ Officer ☐ Other  
(give title below) (specify below)6. Individual or Joint/Group  
Filing(Check Applicable Line)  
☒ Form filed by One Reporting  
Person  
☐ Form filed by More than One  
Reporting Person

S. PLAINSFIELD,Â NJÂ 07080

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

400,100 <sup>(1)</sup> <sup>(2)</sup>

D

Â

Common Stock

125,000 <sup>(2)</sup>

I

See footnote <sup>(3)</sup>

Common Stock

146,684 <sup>(2)</sup>

I

See footnote <sup>(4)</sup>

Common Stock

235,786 <sup>(2)</sup>

I

See footnote <sup>(5)</sup>Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**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  
(Instr. 4)2. Date Exercisable and  
Expiration Date3. Title and Amount of  
Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect  
Beneficial Ownership

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	(Month/Day/Year)		Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Convertible Preferred Stock	12/17/2014	Â (6)	Common Stock	0 (2)	\$ (7)	D	Â
Series A Convertible Preferred Stock	12/17/2014	Â (6)	Common Stock	0 (2)	\$ (7)	I	See Footnote (8)
Series B Convertible Preferred Stock	05/18/2015	Â (6)	Common Stock	0 (2)	\$ (9)	D	Â
Series B Convertible Preferred Stock	05/18/2015	Â (6)	Common Stock	0 (2)	\$ (9)	I	See Footnote (8)
Series C Convertible Preferred Stock	05/15/2015	Â (6)	Common Stock	0 (2)	\$ (10)	I	See Footnote (4)
Series D Convertible Preferred Stock	10/01/2015	Â (6)	Common Stock	(2)	\$ (11)	I	See footnote (3)
Series D Convertible Preferred Stock	10/01/2015	Â (6)	Common Stock	0 (2)	\$ (11)	I	See footnote (4)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brauser Michael C/O 4041-T HADLEY ROAD S. PLAINSFIELD,Â NJÂ 07080	Â	Â	Â	Â

## Signatures

/s/ Michael  
Brauser

10/05/2015

\*\*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).
- (1) Of which 400,000 shares represent a restricted stock award under the 2014 Equity Incentive Plan approved by the Company's shareholders, and which vest at a rate of 1/24 of such award shares per month or upon a Qualified Transaction as defined in the award.  
Excludes 2,323,531 shares of common stock underlying Series A Preferred Stock, 1659,630 shares of common stock underlying Series B Preferred Stock, 511,483 shares of common stock underlying Series C Preferred Stock and 266,670 shares of common stock underlying Series D Preferred Stock as to which the holder may not convert or exercise, as applicable, an amount which results in the holder's beneficial ownership, together with all shares owned by affiliates, exceeding 4.99% of the Company's issued and outstanding shares.
- (3) Betsy & Michael Brauser Charitable Family Foundation, of which Mr. Brauser has voting and dispositive power.

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- (4) Grander Holdings Inc 401K, of which Mr. Brauser has voting and dispositive power.
- (5) Jointly held with spouse, Betsy Brauser.
- (6) This class of convertible preferred stock does not expire.
- (7) Convertible into 1 share of common stock per preferred share.
- (8) Marlin Capital Investments, LLC, of which Mr. Brauser holds voting and dispositive power.
- (9) Convertible into 100 shares of common stock per preferred share.
- (10) Convertible into 100 shares of common stock per preferred share.
- (11) Convertible into 10 shares of common stock per preferred share.

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

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