RANDAZZO CARL Form 3 August 21, 2012

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** 

**OMB** Number:

3235-0104

Expires:

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**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 \*

À RANDAZZO CARL

(Last) (First) (Middle) Statement

(Month/Day/Year)

08/21/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

TILE SHOP HOLDINGS, INC. [TTS]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(give title below) (specify below)

SVP - Retail

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O TILE SHOP HOLDINGS. INC., 14000 CARLSON **PARKWAY** 

(Street)

Director \_X\_\_ Officer

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

PLYMOUTH. MNÂ US 55441

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned (Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Form: Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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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 Date** 

(Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** 

4. 5. Conversion

Ownership or Exercise Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4) Expiration

Exercisable Date Title

Amount or Number of Derivative Security

Price of

Security: Direct (D)

## Edgar Filing: RANDAZZO CARL - Form 3

				Shares		or Indirect (I) (Instr. 5)		
Stock Option (Right to Buy)	(1)	08/21/2022	Common Stock	330,000	\$ 10	D	Â	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships			
coporting of the common control	Director	10% Owner	Officer	Other
RANDAZZO CARL C/O TILE SHOP HOLDINGS, INC. 14000 CARLSON PARKWAY PLYMOUTH Â MNÂ US 55441	Â	Â	SVP - Retail	Â

# **Signatures**

/s/ Susan E. Pravda, by power of attorney

08/21/2012

\*\*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).

This option becomes exercisable as to two-thirds of the underlying shares of common stock in 4 equal annual installments beginning on (1) August 21, 2013. This option becomes exercisable as to one-third of the underlying shares of common stock 4 equal annual installments beginning on August 21, 2013 provided that the issuer that meets or exceeds certain annual stock price increase targets.

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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