SEC Form 4
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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

l	OMB Number:	3235-0287									
	Estimated average burden										
l	hours per response:	0.5									

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> <u>Nguyen Tu</u>				suer Name <b>and</b> Ticke dibs.com, Inc.	-	ymbol	(Chec	ationship of Reportir k all applicable) Director	Dwner			
(Last) 51 ASTOR PLA THIRD FLOOR	-	(Middle)		ate of Earliest Transac 28/2021	ction (Month/E	Day/Year)		Delow)	ncial Officer	(specify )		
			4. If	Amendment, Date of	Original Filed	(Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable				
(Street) NEW YORK	NY	10003					Line)	Form filed by On Form filed by Mo Person	1 0			
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
		2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquire Disposed Of (D) (Ins 5)	tr. 3, 4 and	5. Amount of 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)			

		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				
Common Stock	06/28/2021	М		1,666	A	\$4.02	23,414	D			
Common Stock	08/27/2021	М		6,426	A	\$4.59	29,840	D			
Table II. Derivative Securities Acquired Dispaced of an Deneficially Owned											

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. Transa Code ( 8)		n of		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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$4.02	06/28/2021		М			1,666	(1)	07/27/2027	Common Stock	1,666	\$4.02	0	D	
Employee Stock Option (right to buy)	\$4.59	08/27/2021		М			6,426	(2)	06/19/2030	Common Stock	6,426	\$4.59	129,574	D	

Explanation of Responses:

1. Option vests over four years with 1/48th of the shares vesting on each monthly anniversary of March 1, 2017, subject to the reporting person's continued service with the Issuer through the applicable vesting date.

2. Represents an initial option to purchase 450,000 shares of common stock (prior to giving effect to a 1-for-3 reverse stock split), with 1/48th of the shares vesting on each monthly anniversary of March 1, 2020, subject to the reporting person's continued service with the Issuer through the applicable vesting date.

**Remarks:** 

<u>/s/ Melanie Goins, Attorney-In-</u> <u>Fact for Tu Nguyen</u> <u>08/31/2021</u>

\*\* Signature of Reporting Person 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.