

Penn Daniel
Form 4
August 01, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Penn Daniel

2. Issuer Name and Ticker or Trading Symbol
CENTRAL EUROPEAN MEDIA ENTERPRISES LTD [CETV]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
EVP, General Counsel

(Last) (First) (Middle)
C/O CME MEDIA SERVICES LIMITED, KRIZENECKEHO NAM. 1078/5A
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/31/2018

PRAGUE 5, 2N 15200
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
				(A) or (D)	Price			
Class A Common Stock	07/31/2018		M		146,969 ⁽¹⁾	A	\$ 0 ⁽²⁾ 376,793	D
Class A Common Stock	07/31/2018		F ⁽³⁾		\$ 62,264	D	3.875 314,529	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

SEC 1474 (9-02)

displays a currently valid OMB control 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Performance-based Restricted Stock Units	(2)	07/31/2018		M	146,969	(4) (4)	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Penn Daniel
C/O CME MEDIA SERVICES LIMITED
KRIZENECKEHO NAM. 1078/5A
PRAGUE 5, 2N 15200

EVP, General Counsel

Signatures

/s/ Lucia Laurincova on behalf of Daniel
Penn

08/01/2018

**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).

(1) Shares of Class A Common Stock acquired upon the final vesting and settlement of the grant of performance-based restricted stock units made on March 13, 2015 as described in footnote (4) of this Form 4.

(2) Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock. The Reporting Person is entitled to receive one share of Class A Common Stock for each restricted stock unit that vested.

(3) Payment of tax liability by withholding shares of Class A Common Stock incident to the vesting and settlement of restricted stock units referred to in footnote (1) of this Form 4.

(4) As confirmed by the Compensation Committee, an amount of performance-based restricted stock units equal to 148.1% of the target award of performance-based restricted stock units granted on March 13, 2015 (less 25% of the target amount of such performance-based restricted stock units that vested on each of March 13, 2017 and on March 13, 2018) vested on July 31, 2018 in accordance with the terms of the corresponding award agreement in connection with the completion of sale of the Company's Croatian operations on such 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.